

"BRAIN DAMAGE"

by Frank Henenlotter

FADE IN

1 on the peculiar apartment of MORRIS & MARTHA ACKERMAN. 1
An apartment filled with artifacts, trophies, and odd esoterica of world travel. Strange sculptures, ivory carvings, unusual paintings, trinkets of bronze and silver, tribal masks, and so on decorate and clutter every square inch of the place.

Along with books. Lots of books. Shelves and stacks of old worn volumes on everything from history and bizarre cultures to ancient circumcision rites.

One would naturally assume this is the home of a well traveled scholar. Perhaps a retired historian or a doctor of anthropology. Maybe an expert on curious exotic antiques. Too bad we'll never find out...

But we do get to meet MORRIS and MARTHA, the elderly couple that live here. Actually, "elderly" is not the best description of them. Quite the opposite. Although they're both pushing seventy, they look remarkably healthy, enormously fit and an easy twenty years younger. In fact, they've got such a youthful glow about them, one wonders if they'll ever get old.

MORRIS, however, does look a bit tired. He's been out walking most of the afternoon and now returns carrying a bulky package wrapped in the white waxed paper one finds at butcher shops. The moment he enters the apartment, MARTHA rushes to his side and takes the package as MORRIS removes his overcoat.

MARTHA

"You were gone so long. I was worried."

MORRIS

"I had to go all the way to that goddamn gourmet deli."

MARTHA

"But you got them?"

MORRIS

"A dozen."

MARTHA

"Good... good... "

2 MARTHA hurries into the kitchen with the package as
MORRIS slumps down onto his favorite recliner. 2

MORRIS
"Nah... They're too damn small.
Not like we'd get from Gottlieb,
may he rest in peace."

CUT TO

3 MARTHA, in the kitchen, carefully unwrapping the white
waxed paper. 3

MARTHA
"Maybe we should order from that
French butcher again... "

CUT BACK TO

4 MORRIS, stretching his legs over an ottoman. 4

MORRIS
"No way. Always asking questions.
Making jokes... "

CUT BACK TO

5 MARTHA, beaming with joy as she stares down at something
off camera. 5

MARTHA
"Ohhhhh... These are beautiful...
Beautiful... "

And we pan down to the kitchen table where the package
is completely unwrapped revealing a pile of wet soggy
brains. Calf brains.

MARTHA
"He'll love them."

CUT BACK TO

6 MORRIS, gently massaging his eyes. 6

MORRIS
"Puny little things. And way over-
priced. God, I miss Gottlieb..."

MARTHA
(from kitchen)
"Are you coming? I'm going to feed
him now..."

MORRIS
"In a minute."

CUT TO

7 a nice juicy closeup of a brain lying on a small dessert 7
plate as MARTHA delicately positions a sprig of parsley
on either side of it.

MARTHA
"He's going to be so excited..."

And as she whisks the plate off the table we

CUT TO

8 the hallway outside the kitchen where MARTHA bustles 8
to the bathroom with the brain held firmly in front of
her. It's as if she's bringing a birthday present to
her favorite child...

MARTHA
"Elmer!... Din! Din!"

CUT TO

9 the bathroom, where the shower curtain is drawn over the 9
tub concealing whoever's behind it. MARTHA pulls the
curtain aside, looks down and promptly screams.

MARTHA
"YAAAAAAAAAAAAAAAAAAAAAHHHHHH!!!"

10 She drops the dessert plate which falls, breaks and splatters the brain all over the floor. 10

CUT TO

11 MORRIS, who leaps from his chair -- 11

12 races down the hall and into the bathroom where we 12

CUT TO

13 a panicky MARTHA, standing in front of the bathtub with a face filled with fear, terror and shock. 13

MORRIS

"What... What??"

MARTHA

"HE'S GONE!!!"

MORRIS

"No... "

14 MORRIS pushes her out of the way and stares down at the tub. 14

CUT TO

15 the bathtub from MORRIS' point of view. And although we're expecting to see something awful, all we're looking at is a perfectly ordinary bathtub filled with perfectly ordinary warm water. 15

CUT BACK TO

16 MORRIS and MARTHA getting hysterical. 16

MARTHA

"HE'S GONE!!!"

MORRIS

"Oh my God... "

MARTHA
"ELMER'S GONE!!!!"

JUMP CUT TO

17 a telephone ringing in the bedroom of another apartment in the same building. The bedroom of a young man named BRIAN. And in direct contrast to MORRIS and MARTHA's, there's nothing the least bit unusual in here. It's a typical bedroom of a typical 20 year old enjoying the freedom of living on his own. 17

Naturally the room hasn't been cleaned since the former tenant moved out, but it's mainly just lots of clothes thrown around. In fact, there's even a chair in the corner who's sole function is to have dirty clothing heaped upon it.

There's some shelving above the bed but the few books on it are a couple of Stephen King novels along with some paperbacks left over from school. Most of the shelves are taken up with row after row of rock records as well as an expensive stereo. Hanging on the wall opposite the shelves is a poster from "Pink Floyd The Wall" with that fabulous watercolor of a screaming head.

A small black & white TV sits on a dresser while the phone rests on a makeshift table made from cinderblock and plywood situated directly next to the bed. A pair of well used hockey sticks stand in a corner of the room and a couple of weights lie on the floor.

All in all, there's nothing here one wouldn't expect to find in countless bedrooms of countless other 20 year olds.

The only thing missing is the 20 year old himself.

No... no... wait... There's a suspicious mound in the middle of the bed that could conceivably be a person buried under a half dozen blankets and sheets. Yes, yes, that's definitely BRIAN under there alright, but the only part of him we get to see is his hand.

18 As the phone persists in ringing, BRIAN's hand slowly creeps out from under the blankets, grabs the phone and disappears under the covers with it. 18

The voice we hear coming from the phone is BARBARA, BRIAN's girlfriend, as the following romantic interlude takes place beneath the sheets:

BARBARA
(on the phone)
"Brian?... Hello? Brian?"

BRIAN
"Uhhhhhhhhhmmmmmmmmmmmmmmmmmbbbbbbbb..."

BARBARA
(on the phone)
"Were you asleep?"

BRIAN
"MMMMMMMMMMUUUUUUUUMMMMMMffffff... "

BARBARA
(on the phone)
"Brian, you're supposed to be getting
ready! We have to leave soon!"

BRIAN
"MMMMMMMMMMMMZZZZZZZZZUUUUUUMMMMMM..."

BARBARA
(on the phone)
"Brian!!! -- "

19 BRIAN's hand creeps out from under the blankets again
as he daintily drops the phone to the floor. KABLANNGG!!

JUMP CUT TO

MORRIS and MARTHA ransacking their apartment. They're searching for whatever it is that's missing from the bathtub and not being very subtle about it:

20 MORRIS is tearing through a closet in the living room, tossing out everything within reach. Clothing is ripped from hangers; boxes are thrown from the upper shelf; shoes, brooms, a vacuum cleaner and ironing board are all carelessly bounced across the room until the closet is completely gutted. Then MORRIS turns elsewhere --

20

21 MARTHA is likewise destroying the kitchen. She already has every drawer dumped onto the floor and now attacks the cupboards. Campbell soup, tuna fish, cans of prunes and bottles of soy sauce are just a few of the foods that go flying from their shelves. So do pieces of fine china. Plates, glasses, cups & saucers shatter all over the kitchen as MARTHA sweeps through the shelving with the reckless abandon of pure, simple panic.

21

22 MORRIS, meanwhile, is doing to the living room what he did to the closet. He's flipping over tables, knocking over chairs, pushing over lamps and even has the sofa upside down. He's also managing to smash and break just about every one of their precious curios that stands in his way. And when he drops to the floor and starts yanking up the carpet, we can't help but marvel at the absolute desperation on display here.

22

Both he and MARTHA are in a frenzy. We can all relate to the fears a parent goes through when searching for a missing child but, obviously, it isn't a child they're searching for -- unless it's incredibly small and lives in a tub -- and besides, MORRIS and MARTHA's fear is different. They're scared for themselves. It's as if their very lives are suddenly at stake and they're both rapidly running out of time...

MORRIS

"He can't be far. He's got to be in the building. He's got to be SOMEWHERE in the building..."

JUMP CUT TO

23 the living room of BRIAN's apartment which is also the bedroom of MIKE. Huh??? Well, you see, BRIAN and MIKE are roommates and since the apartment is only two rooms (plus a kitchen and bathroom), they've simply divided the place in half: MIKE has his bed and things in the living room while BRIAN occupies the boudoir.

23

MIKE is also the same age as BRIAN with roughly the same interests, so it's not surprising that both their rooms look so similar. And because MIKE is nearer the front door it's also not surprising that he's usually the one answering it -- which is what he's doing now.

And into the apartment steps BARBARA, BRIAN's girlfriend who we heard moments ago on the phone.

BARBARA

"He still asleep?"

MIKE

"Yup. Afraid so."

BARBARA groans and heads for the bedroom where we

CUT TO

24 the immobile body of BRIAN, still buried under a ton of blankets. BARBARA enters the room, looks straight at the mound in the middle of the bed, and tries to bring it to life.

24

BARBARA

"Brian?... Brian?... BRIAN!!!!"

25 The mound stirs.

25

BARBARA

"C'mon, Brian! We've got to leave here in a few minutes!"

The mound moves, shifts shape, slowly sits up and we finally get to meet BRIAN face to face. He peeks out from the blankets wrapped over his head with a pathetically grim expression that suggests an indian with a migraine.

BARBARA

"You look awful."

BRIAN

"I feel awful."

BARBARA

"Are you sick?"

BRIAN

"I wasn't before. I just laid down for a quick nap and all of a sudden my head is spinning and I'm too dizzy to move. I dunno... maybe there's something going around... "

JUMP CUT TO

26 MORRIS and MARTHA in the hallway of their apartment building, ringing the bell of their next door NEIGHBOR, an attractive woman in her thirties. The moment the NEIGHBOR opens her door, we

26

CUT TO

27 the NEIGHBOR's point of view so we get an eyeful of what ghastly apparitions MORRIS and MARTHA have suddenly become. Both look like they haven't slept in ages. While MARTHA is trying to act as if nothing's wrong, MORRIS is staring at the NEIGHBOR with his eyeballs bulging so badly, they threaten to go popping out of his head.

27

Between their shockingly pale complexion and the dark circles under their eyes, MORRIS and MARTHA could easily be mistaken for members of the Addams Family. If they weren't in their late sixties, we'd assume they're both hardcore junkies desperately in need of a fix. Certainly an intimidating presence to find at anyone's door...

NEIGHBOR

"Yes?... "

MARTHA

"Hi. We're the couple next door and, uh... can we see your bathroom for a moment?"

NEIGHBOR

"My bathroom?"

MARTHA

"Yes. Well, you see -- "

28 But MORRIS gets impatient and just goes barging in, 28
pushing past the NEIGHBOR who is so startled, she
simply jumps out of his way. We

CUT TO

29 the bathroom as MORRIS lurches in, runs straight to the 29
tub and looks down.

CUT TO

30 a shot of the bathtub from MORRIS' point of view. We 30
still don't know what he expects to find but, whatever
it is, it ain't in here. Nothing but an empty bathtub
in need of some Ajax.

CUT BACK TO

31 nervous MARTHA and her bewildered NEIGHBOR. 31

NEIGHBOR

"What's wrong? What's he doing?
What's going on?"

32 But before she gets an answer, MORRIS comes charging 32
out of the bathroom looking even more unhinged than
before and, without a word of explanation, bolts out
the door and back into the hall, leaving poor MARTHA
to make apologies.

MARTHA

"Sorry... Our mistake."

33 And as MARTHA scurries off to join MORRIS -- already 33
knocking on another door -- she pauses to offer the
NEIGHBOR one final condolence:

MARTHA

"Have a nice day."

JUMP CUT BACK TO

34 BRIAN's bedroom.

34

BARBARA

"Well, you're certainly in no shape
to go out tonight."

BRIAN

"Out? I can't even stand."

BARBARA

"Poor baby... "

BARBARA begins removing her coat.

BRIAN

"Hold it. Wait. There's no reason
you shouldn't go."

BARBARA

"I don't want to go without you."

BRIAN

"Go with Mike."

BARBARA

"No, no.... "

BRIAN

"Why not? You've already got the
tickets. He'd love to go. Ask him.
Hey, Mike! C'mere!"

35 MIKE joins them.

35

MIKE

"What's up?"

BRIAN

"You doing anything tonight?"

BARBARA

"Want to go with me to the Syd
concert? Brian can't go."

MIKE

"Yeah! Sure! I'd love to. You don't mind?"

BARBARA

"Of course not."

MIKE

"Okay! Great! Thanks!"

BARBARA

(to BRIAN)

"You sure you'll be alright?"

BRIAN

"I just need some sleep. I'm gonna be fine."

36 BRIAN pulls the blankets over his head, lies back down and resumes his life as an immobile mound.

36

JUMP CUT TO

37 the same hallway we saw MORRIS and MARTHA in moments ago except it's just BARBARA and MIKE out there now as they leave BRIAN's apartment.

37

BARBARA

"I hope he's okay. He never gets sick."

MIKE

"You know Brian. He'll be a new man in the morning."

BARBARA

"I hope so... "

38 The camera follows them down the hall but then lingers on a door they pass. A door no different looking than any of the others on this floor. A door unlikely to arouse interest or comment or the slightest suspicion as to what's going on behind it. The door to MORRIS and MARTHA's apartment.

38

And once BARBARA and MIKE are out of sight, the camera moves closer to the door as we

DISSOLVE TO

39 an overhead shot of MORRIS & MARTHA lying on the floor of their wrecked living room. MORRIS is on his back amidst the overturned furniture and rubble, foaming at the mouth and violently shaking. MARTHA is on her side, rocking back and forth in a fetal position. 39

Both are having severe convulsions. Both are having what look like epileptic seizures. Both are suffering through the nightmarish symptoms one might associate with hardcore heroin withdrawal...

JUMP CUT TO

40 BRIAN's bedroom. BRIAN is still a mound in the middle of the bed but he's no longer immobile. He's tossing and turning and churning up the sheets until he finally gives up trying to sleep and sits up instead. 40

His head sticks out from the mass of blankets and he looks around for his hands. HMMMMMMMM... they should be somewhere closeby... He had them just a few minutes ago... Hey, there's one! His left hand digs its way to the surface, continues upward and gently massages his eyes.

Goddamn! What's making him so dizzy? Must be a fever or one of those 24 hour viruses... Ah, but rubbing the eyes feels really good so he brings up his other hand and starts to rub with that too except the hand is all covered with blood so he -- ALL COVERED WITH BLOOD?!?!? HOLY SHIT!!!!

41 BRIAN leaps up, yanks the covers off and, sure enough, there's blood all over. All over the mattress, all over the pillows and all over him too. Christ! Who knows how long he's been lying there bleeding to death... 41

But from where? He's not bleeding from the mouth or nose or anywhere on his head --

42 So he feels his arms and his legs and his chest and 42
 his neck and -- His neck! The back of his neck!!! It's
 all swollen and sore and he can feel two small puncture
 wounds and -- Jesus! It's still bleeding!!! Good God!
 What's going on?!! How do you cut your neck open in the
 middle of a bed???

He races to the bathroom and we

CUT TO

43 the mirror on the medicine cabinet. BRIAN stands in 43
 front of it, twisting and turning and trying to see the
 back of his neck. No luck. No matter how he squirms, he
 can't see far enough behind him. He opens the cabinet
 door and swings the mirror into different positions
 thinking that'll help, but all it does is make him even
 dizzy and -- uh oh

44 BRIAN suddenly feels the room spin and he collapses 44
 against the side of the tub. Oh man! He's more than
 dizzy. It's as if he's suddenly very very drunk. As if
 he's thoroughly inebriated, intoxicated and juiced
 out of his mind.

BRIAN

"What the hell's happening to me???"

45 He gasps for breath and starts to panic when, for no 45
 reason at all, he also starts to giggle and it's quite
 clear that BRIAN's on the verge of hysteria...

46 With the bathtub as support, he struggles to his feet 46
 and heads back to the bedroom. The bed may be bloody
 but it's better than lying on the floor in here. So we

CUT BACK TO

47 the bedroom as BRIAN carefully mounts the bed, lies on 47
 his back and stares up at the ceiling.

And that's when things really get weird.

48 The dull white of the ceiling suddenly starts to glow. 48
Suddenly starts to shine with an eerie incandescence.

49 BRIAN lies there stunned. He stares into the fiery 49
whiteness with a hypnotic fascination not unlike
someone who's become snowblind.

50 And as the ceiling continues to glow, as the ceiling 50
virtually burns with white, it also gets wet. Moist.
It doesn't seem to be made of plaster and wood anymore
but of some kind of gelatin. Some kind of glowing
white jelly.

It also doesn't remain flat. Instead, it now curves
outward like a huge ball. A huge glowing sphere bulging
down at BRIAN.

And the light fixture in the center of the ceiling --
a plain, common, unattractive bowl -- starts to shift
in size. Starts to slowly get larger. Starts to change
color and pulsate.

Somehow, the top of BRIAN's perfectly ordinary bedroom
has apparently come alive...

51 BRIAN is thoroughly dumfounded but, oddly, unafraid. 51
Whereas you or I might feel this is a great excuse to
scream and panic, BRIAN becomes strangely calm. He feels
more awe at what's happening than fear. An awe that
comforts and sedates him.

But even as BRIAN lies there in numbed astonishment,
something else captures his attention. He slowly turns
his head and looks down at the floor --

52 and sees it's covered with water. Sees the floor of 52
his bedroom immersed in a foot of clear, clean water
sparkling with light.

It's not a gushing current like we'd get from a broken
pipe or a flooded bathroom, but rather a gentle friendly
flow that silently fills the room.

And if the source of the water is mysterious, so too
is the fact that nothing floats in it.

As the water swirls over objects lying on the floor -- sneakers, magazines, a box of tissues -- nothing appears disturbed. The laces of the sneakers don't bob up and down. The pages of the magazines don't sway and bend. And not only doesn't the box of tissues drift upward, the tissues themselves aren't even soggy. Everything remains motionless and quite pretty under this very tranquil tide.

53 Which is why BRIAN isn't alarmed. If anything, the water 53
has helped relax him even more. And besides, perhaps all this has some Greater Meaning. Perhaps this is some kind of Divine Experience. Some sort of bizarre Mystical Revelation...

So BRIAN turns his head and stares back up at the ceiling.

54 And while the ceiling is no less bright, no less 54
brilliantly luminescent than before, the light fixture has turned both black and green. That is, the center of the light fixture is now a deep black hole while its circumference dilates with a vibrant green that looks curiously familiar --

And suddenly BRIAN realizes that the light fixture is now a gigantic iris and pupil. A gigantic duplication of BRIAN's own iris and pupil.

For BRIAN's ceiling has become an enormous eye. A huge glowing eyeball resting on the walls of BRIAN's bedroom and returning his stare.

55 BRIAN turns his head and again glances at the floor. 55

56 The water has risen to the level of his mattress. Yet 56
despite its unaccountable presence, still nothing can be seen floating in it. It's certainly the most peaceful flood BRIAN's ever seen.

Soon the water will glide across the bed and overtake him. In a moment or two he will be covered. But BRIAN isn't concerned. He turns his head and continues staring at the eyeball above him.

57 And the eyeball looks down at BRIAN and grows brighter 57
and brighter until it feels like BRIAN is staring
directly into the sun.

58 And all at once the water washes over him. All at once 58
BRIAN is bathed in its soothing warm current.

59 And as the water flows over his face, he can still see 59
the eyeball above him from under the rippling water
until the light from the eye grows blindingly intense
and everything goes white...

Then, slowly, we

FADE TO BLACK.

Pause. Then

FADE IN

60 on BRIAN's bedroom. Everything is back to normal. No 60
more eyeball on the ceiling. No more glowing white
light. No more flood on the floor or anything even
slightly wet.

And no BRIAN on the bed either. Despite us fading out
while he was lying on the mattress, he now sits in a
corner of the room with his arms firmly clasped around
his knees.

We're not sure how much time has passed and neither
is he. BRIAN doesn't seem particularly worried about it
though. Nor does he look hung over or wasted or suffering
from any of the immediate side effects we'd expect from
someone who just hallucinated his brains out.

But while BRIAN doesn't know why he hallucinated,
somewhere in the back of his mind is the suggestion
that he should know. It's as if he had a dream that
explained everything to him, but it's a dream that
dissolves the moment he tries to remember it. Still,
the solution to all this seems to be real close by.
Real close but buried just a bit too deep.

61 BRIAN slowly gets to his feet. He expects to still be 61
dizzy but finds all traces of dizziness gone. In fact,
he feels stronger and healthier than he's felt in ages.

62 He reaches behind and touches the back of his neck. 62
It's still sore and still swollen but the blood is caked
and dried. The bleeding must've stopped a while ago.

63 He goes to the dresser, takes a pocket mirror from one 63
of the drawers and heads for the bathroom...

CUT TO

64 the mirror on the medicine cabinet. BRIAN stands in 64
front of it while holding the pocket mirror up to the
back of his neck. And even though his neck is all
smeared with dried blood, he has no trouble seeing two
unmistakable puncture wounds right where the spine
meets the brain. Two very deep holes that look like
those hokey vampire bites you see in Dracula movies.

65 But then something else catches BRIAN's eye. He looks 65
down at the bathtub and we

CUT TO

66 a point of view shot of the tub that looks remarkably 66
similar to an earlier shot: when MORRIS pushed MARTHA
aside and stared into his bathtub. Not only is BRIAN
leaning over the tub the way MORRIS did, but BRIAN's
tub is also filled with water. Filled to the brim with
clear warm water that --

Hold it! Wait! Where'd the water come from?! There
wasn't any in there before. Last time BRIAN was in here
and got dizzy and fell against the tub it was empty!
We all saw that. So what's going on?? Either BRIAN
filled it while he was hallucinating and doesn't
remember or --

Or someone else did. Uh oh.

CUT BACK TO

67 BRIAN, who now realizes he's not alone. Who is now suddenly aware of another presence. Who knows there's someone in the bathroom with him. 67

No, it's not someone he can see -- not yet at least -- but rather someone he can feel. Someone he can sense. Yet even though BRIAN is conscious of someone nearby, he doesn't know who it is, where it is, or even what it is. Which is why he puts the pocket mirror down, glances around and calmly addresses the room:

BRIAN

"Okay... Okay... I know there's someone else here. I don't know who you are and I don't know where you are, but I know you're here. So you might as well come out. Come on out and let me see you."

68 And the back of BRIAN's shirt slowly starts to move. More precisely, something under his shirt slowly starts to move. BRIAN holds perfectly still as something under his t-shirt slithers up his spine and makes its way to the puncture wounds on his neck. 68

Yes, ladies and gentlemen, we are finally about to see just what MORRIS and MARTHA were so frantically searching for. Just what it is that MARTHA named ELMER and that disappeared from their tub. Because whatever it is, it's here on BRIAN. Literally on BRIAN.

69 And as BRIAN stands there frozen, he stares into the mirror on the medicine cabinet and watches his shirt get bent out of shape by something that wiggles out the back of his collar. 69

70 And then a foot long eel with the face of a frog leans out from behind BRIAN's neck and utters one simple word: 70

ELMER

"Hi!"

DISSOLVE TO

71 a slow panning shot of BRIAN's bedroom as we hear BRIAN and ELMER talk. Only it sounds like BRIAN is talking to himself because ELMER answers in a whisper that's identical to BRIAN's own voice. Even odder is that ELMER's dialogue seems to be taking place entirely in BRIAN's mind. The only noises ELMER makes out loud are a few deep guttural grunts and groans.

71

And as the camera finally moves in on them, we find BRIAN kneeling next to the bed on which ELMER splashes around in a bucket full of water. We only see a quick glimpse or two of ELMER as he comes up for air, squirts water and dives back down, but we can't help but notice that his frolicking and splashing seem to go against the grain of the somber, portentous conversation taking place between them. But while we might notice it, BRIAN certainly doesn't...

ELMER

"This is the start of your new life, Brian. A life without worry or pain or loneliness. A life filled, instead, with colors and music and euphoria. A life of light and pleasure."

BRIAN

"But who are you? What are you?"

ELMER

"I am you, Brian. I'm all you'll ever need."

BRIAN

"I don't understand... "

ELMER

"You will, Brian. From now on your life will take on a whole new light. And all you have to do is look into the light and listen. Listen to the light, Brian. Just listen to the light."

BRIAN

"Yes. Yes, I'd like to again but...
I don't see it now."

ELMER

"Then I'll make you a deal. I'll
show you the light if you'll take
me for a walk."

BRIAN

"A walk? Where?"

ELMER

"Anywhere you like. I'm hungry."

BRIAN

"Wait, wait. I'm confused. I'm not
following any of this."

ELMER

"Then don't worry about it. You
don't need to worry about anything
ever again. I'll do all your
thinking for you. Just put me on
the back of your neck and everything
will be fine."

BRIAN

"My neck?... You mean the holes?...
but... I don't know... "

ELMER

"Trust me, Brian. Trust me."

72 So BRIAN reaches into the bucket, lifts ELMER out and 72
places the creature on the back of his neck. And as
ELMER gets comfortable we

CUT TO

73 a closeup of ELMER's cute Froggy the Gremlin face. He 73
smiles, opens his mouth and a fleshy tube with two sharp
prongs juts out in place of a tongue.

And as ELMER leans forward and nuzzles against BRIAN's skin, the two sharp prongs enter the holes already in BRIAN's neck. We quickly

CUT TO

74 BRIAN taking a long, deep breath as his eyes roll to the top of his head. BRIAN moans and we 74

CUT BACK TO

75 his neck. ELMER's mouth presses tightly against BRIAN's holes. The camera moves in closer and closer and closer until we 75

DISSOLVE TO

76 the inside of BRIAN's brain. With the kind of grainy microphotography we associate with medical footage on PBS or training films for doctors, we see the two prongs pass through chunks of BRIAN's pink brainy tissue. 76

And when the prongs are embedded as deeply as they can go, a fluid suddenly spews out of them. A beautiful blue fluid that floods over the ripples and into the cavities of BRIAN's brain.

Unexpectedly, we also see sparks of light. Like stray miniature lightning bolts. Explosions of light that resemble a thunderstorm between mountains in the country.

CUT BACK TO

77 BRIAN. His eyes are rolled so far back that we can't see his pupils and his mouth is twisted into a hideous grimace. But then he laughs. He laughs like something's tickling him and then he gasps. 77

BRIAN next goes through the facial expressions and sound effects that one usually reserves for a particularly aggressive orgasm. And just when BRIAN seems to be at the height of his... uh... "experience", the camera moves in for an extreme closeup and we

FADE TO BLACK.

78 And while the screen is still in darkness, we hear a key enter a lock and suddenly a rectangle of light appears: it's the front door of the apartment opening, the light from the outside hallway silhouetting MIKE and BARBARA as they enter.

78

BARBARA

(whispering)

"I just want to check on him. Make sure he's okay."

79 MIKE turns on a small lamp while BARBARA quietly shuts the door. They're both being extremely conscientious about not making any noise so BRIAN won't wake up. But because they had such a good time together tonight and because they're both in such a good mood, they quickly turn 'being quiet' into fun.

79

They start walking down the hall on their tiptoes and gradually get sillier and more exaggerated about it until they end up looking like two idiot burglars in a silent comedy. And it's not easy to sneak down a hall on tiptoes when every step seems to make the floor creak louder than normal -- which only makes them both want to crack up...

80 Of course the fun disappears the moment they open BRIAN's door and find him gone. BARBARA feels like she's just been punched in the stomach though she tries not to show it.

80

BARBARA

"Guess I shouldn't have worried."

MIKE

"Maybe he... just went out for something to eat."

BARBARA

"Yeah. Right."

81 There's an awkward and embarrassing pause as BARBARA stares at the dark empty room and MIKE stares at her.

81

Finally,

MIKE

"Can I... uh... take you home?"

BARBARA

"Sure... Why not?"

And as they turn to leave we

DISSOLVE TO

82 a street at night, somewhere in Queens. Or Brooklyn. Or the Bronx or New Jersey or anywhere. Anywhere but Manhattan. Anywhere nonspecific enough to be both unrecognizable and immediately familiar.

82

The street is deserted. It's also smack in the middle of an industrial area. There are no homes or stores, just warehouses and factories and nondescript buildings closed until morning.

And then there's BRIAN. He's traipsing down the sidewalk, weaving aimlessly back and forth, obviously having a wonderful time. Though we don't know the precise nature of the fluid ELMER injected into his brain, it's safe to say he's stoned out of his mind.

But he doesn't stagger or stumble or trip over his feet like a clumsy drunk. Rather, he glides. His feet skip across the pavement like they're about to burst into dance.

83 And, like before, he's undoubtedly hallucinating. How else to explain his sudden enthrallment with what he sees across the street. How else to explain why he suddenly freezes, gasps, and stares with astonishment at what lies spread before him. How else to explain the tears of joy in his eyes...

83

BRIAN

"Oh wow... Oh my God, wow... "

84 For centuries, men have searched for a Shangri-La. 84
El Dorado. Xanadu. And now BRIAN has found his. Right
there in front of him is the Garden of Eden. BRIAN
has come face to face with an automobile junkyard.

And not a pretty one at that. It's a huge ugly piece
of land piled high with wrecked cars. An immense
graveyard of scrapped autos that stretches as far as
the eye can see. BRIAN is in awe.

BRIAN

"So beautiful... So unbelievably
beautiful..."

85 He races across the street and scales the cyclone fence 85
that surrounds the yard, completely ignoring the many
"No Trespassing" signs in full view. After all, he's
not invading someone's property, he's entering Paradise.

86 And he's so anxious to get in there that he doesn't 86
even bother climbing all the way down. He just jumps.
He swings his feet over the top of the fence and leaps
to the ground. THUD!

Which is what the NIGHT WATCHMAN hears. We

CUT TO

87 the inside of a dingy, cluttered office where the NIGHT 87
WATCHMAN sits with a cup of coffee watching TV. Yet
despite him looking so relaxed, there's nothing at all
casual about him. This guy is dangerous.

Though he isn't much older than BRIAN, he's spent his
whole life wanting to be Clint Eastwood. And now,
wearing his brand new 'rent-a-cop' uniform -- boldly
labeled "Security Guard" -- he's the Dirty Harry of
Junkyards. You just know he spends his days off in
front of a mirror practicing how to look mean. Worse,
he not only carries a gun but can't wait to use it.

The moment he hears BRIAN's thud, he calmly stands,
takes his Browning High Power 9mm automatic out of its
elegant customized pancake holster and smiles. He
knows it's gonna be a fun night. And as he slinks out
the door, we

CUT BACK TO

88 BRIAN, outside, getting to his feet and staring at
the wonderland around him.

88

And what a hell hole it is. This place looked bad from the outside, but now that we're in here it's even more depressing. All we see are endless rows of bashed up cars stacked three to a pile, one on top of the other.

But these cars aren't just dead. They've been killed. They're all mangled and twisted and smashed. Their windshields are busted, their doors are ripped off, their roofs are caved in, their engines are hanging out, etc., etc. Lots and lots of metallic pain.

BRIAN

"Oh man... This is great!"

CUT TO

89 a quick closeup of BRIAN's eyes before we

89

CUT TO

90 exactly what it is he's seeing. And this isn't an easy
one to describe...

90

It's as if the entire world is in reverse. That is, every color is its opposite. Reds are greens. Blues are orange. Yellow is purple. Night is day. A world turned inside out and sparkling. A surrealistic landscape of blazing, improbable colors that live and breathe.

But before we linger too long we

CUT BACK TO

91 the real world, as we watch BRIAN go nuts. He bursts
out laughing, throws his arms in the air and charges
headlong through the junkyard. Down this row and that
one and up here and over there, BRIAN races between
the stacks of cars like a child in toyland.

91

We can barely keep up with him. The camera tries to follow but either he outruns us or abruptly changes direction or dives between two cars and we keep losing him. No problem. Each time he disappears we

CUT TO

92 the NIGHT WATCHMAN, also moving through the mountains of cars, carefully stalking his prey. And we do mean "stalking". He creeps along the edge of the yard, circling BRIAN but keeping his distance until just the right moment to make his kill. 92

93 And we keep CUTTING BACK AND FORTH between the two of them. Between wild eyed BRIAN zooming out of control and the NIGHT WATCHMAN silently sneaking closer and closer -- 93

94 until BRIAN suddenly stops in front of one particular car and stares at its smashed windshield. The Most Beautiful Smashed Windshield He's Ever Seen in His Life. 94

He climbs onto the hood and kneels, leaning directly into the glass.

Of course, to us it doesn't look any different from a thousand other smashed windshields on a thousand other cars in here. And besides, what the hell's so goddamn beautiful about some busted glass in the first place?

Ah, but then we don't see things quite the way BRIAN does, do we? And to prove it, we

CUT TO

95 a closeup of BRIAN's eyes as he gazes at the windshield and slowly tilts his head. Then we 95

CUT TO

96 his world of reverse color. And the broken windshield instantly comes alive. It's no longer just pieces of splintered glass, but a million sparkling prisms. A billion shafts of light and color twinkling and glowing and burning through the air. 96

And as BRIAN tilts his head, the colors bounce and blend and create new kaleidoscopic patterns and combinations.

And right in the midst of all this bizarre loveliness, we hear a voice:

NIGHT WATCHMAN

"Freeze, asshole."

CUT BACK TO

97 the real world again, as the NIGHT WATCHMAN stands a few feet from BRIAN, pointing the automatic at BRIAN's head. 97

NIGHT WATCHMAN

"Move and you're dead."

98 BRIAN's reaction can best be summed up with a three letter word: "Huh?" He can't imagine who this guy is or what he's talking about. And a gun certainly doesn't look very threatening when it's sparkling white and glowing. After all, the NIGHT WATCHMAN looks as pretty to BRIAN as everything else in here. So BRIAN just stays kneeling in front of the windshield like some ridiculous hood ornament and starts to babble. 98

BRIAN

"All these colors -- "

99 The NIGHT WATCHMAN sticks the muzzle of the gun in BRIAN's ear. 99

NIGHT WATCHMAN

"Shut the fuck up, asshole. Just lie on your belly with your hands behind you and do it real slow or I'll blow your fucking brains out."

With the way BRIAN's been running around, the NIGHT WATCHMAN isn't taking any chances. Granted, BRIAN's not behaving like a typical robber, but he's definitely acting like a major loon. Best to immobilize him immediately by having him flatten out on the hood and then get the cuffs on him.

100 Not that BRIAN has any objections. If this guy wants 100
him to lie on the hood, why sure, fine, that's okay
with him.

101 And as BRIAN flattens out, the NIGHT WATCHMAN grabs 101
his right arm and pins it to BRIAN's back.

NIGHT WATCHMAN
"Gimme the other one."

BRIAN's happy to oblige. He swings his left arm behind
and the NIGHT WATCHMAN grabs that one too.

102 And for a split second the NIGHT WATCHMAN looks 102
confused. For a split second he feels something really
strange on BRIAN's arm. Something long and thin and
moving around under BRIAN's shirt...

103 But before there's time to react, ELMER shoots out of 103
BRIAN's sleeve --

104 and leaps onto the NIGHT WATCHMAN's face, burying his 104
mouth in the center of the WATCHMAN's forehead.

NIGHT WATCHMAN
"EEEEEEEEEEYYYYYYYAAAAAAHHHHHH!!!"

105 The NIGHT WATCHMAN goes spastic. He grabs ELMER and 105
tries to pull him off but ELMER is already burrowing
his way into the NIGHT WATCHMAN's skull and no amount
of pulling is going to yank him out.

And as we listen to the sound of bone being crunched
and as streams of blood start gushing out in every
direction, the NIGHT WATCHMAN falls ass over backwards,
landing in the mud and squirming around like a fish
out of water.

NIGHT WATCHMAN
"OOOOOOOOAAAAAAAUUUUGGGGGGGGG!!!"

106 BRIAN, meanwhile, is wondering what all the commotion 106
is about. He hears the NIGHT WATCHMAN's screaming and
sees the jets of blood that squirt up and splash across
the windshield and he wonders just what's going on.
So he leans over the hood, looks down and we

CUT TO

107 the colorful way BRIAN sees this: Not only are both 107
ELMER and the NIGHT WATCHMAN in reverse color, but the
blood is too. Which means there's lots of sparkling
green liquid spewing up out of the NIGHT WATCHMAN's
head. Lots of bright, happy green squirting all over
the place which should really confuse the MPAA when
they try to rate this.

And when the screams of the NIGHT WATCHMAN die down
and we sense the life leaving his body, we

CUT BACK TO

108 normal color for a closeup of the NIGHT WATCHMAN's 108
feet. One of his shiny black shoes is covered with
blood. The other has been kicked off. His legs twitch
and jerk a couple of times then lie still in the mud.

CUT TO

109 a closeup of his right hand. The fingers perform a few 109
last minute spasms while the Browning automatic lies
useless a few inches away.

CUT TO

110 a pool of blood directly under the NIGHT WATCHMAN's 110
right ear. And as we hear a particularly wet slurping
sound, a slimy piece of brain rolls down the side of
his head and plops into the blood.

CUT TO

111 ELMER, daintily sucking the NIGHT WATCHMAN's brains. 111
He lies curled on top of the NIGHT WATCHMAN's face,
feasting from a crudely made hole about an inch above
the NIGHT WATCHMAN's eyes.

But despite the messy way he had to dig into the skull, ELMER is surprisingly graceful about his eating. He carefully buries his head in the NIGHT WATCHMAN's hole, neatly sucks some brains, comes up for air, then goes down for more. It's really quite fascinating to watch.

112 Which is exactly what BRIAN does. He watches. He hangs over the hood and stares down at ELMER and the body. 112

BRIAN

"What's going on? What're you doing?
Is he okay?"

ELMER

"Not bad. A bit underdone."

(burps)

"Let's go. We better get outta here."

113 BRIAN climbs off the car, picks ELMER up and places him on the back of his neck. 113

BRIAN

"Can you juice me again? The colors
are starting to fade."

ELMER

"You've had enough tonight."

BRIAN

"Aw, c'mon. Just a little. Just
enough to get home."

ELMER

"Oh, alright. Just a little."

114 And we again watch as the two sharp prongs at the end of the fleshy tube emerge from ELMER's mouth and enter the holes on BRIAN's neck. 114

CUT TO

115 a closeup of BRIAN's eyes going white. He takes a long, deep breath as the camera moves in closer and closer until we 115

DISSOLVE TO

116 the inside of BRIAN's brain. Once again we see the blue 116
fluid flow from ELMER's prongs. Once again we see sparks
of light and electricity. But, unlike before, we also
hear something. Something that sounds like the soft
distant rumble of an approaching thunderstorm... And we

CUT BACK TO

117 BRIAN in bliss. Grinning and cackling and supremely 117
giddy, BRIAN flips the back of his collar up over ELMER,
turns and runs for the fence.

FADE OUT.

FADE IN

118 on MIKE, BRIAN's roommate, sitting on his bed in his 118
half of the apartment. He's staring at the front door,
lost in thought and looking quite ill at ease.

The door bell rings and MIKE dives off the bed, opens
the door and lets BARBARA in. She looks just as
apprehensive as MIKE. They speak in a conspiratorial
whisper:

MIKE

"He's in the tub. He's been in the
tub for the last 3 hours."

BARBARA

"Oh Jesus... "

MIKE

"He's been acting like a different
guy. I don't even know him anymore.
What's going on?"

BARBARA

"I don't know. He hasn't called me
in weeks. I've tried to call him
but he's never home."

MIKE

"He's here. He just doesn't answer the phone."

BARBARA

"Well he finally answered it last night. I tried to talk to him but all he did was giggle."

MIKE

"I don't think he's been going to work either. In fact, I don't think he leaves the apartment. If he's not in his room he's in the bathtub. Let me show you something -- "

CUT TO

119 BARBARA and MIKE examining BRIAN's bedroom door. Although it's wide open, it now has four huge locks on it like the kind nervous New Yorkers keep on the door of their apartments.

119

BARBARA

"That's more than he's got on the front door."

MIKE

"Yeah. But he only locks these when he's in here."

BARBARA

"Why? What's he hiding?"

MIKE

"I dunno. The only thing new is that pail over there -- "

120 MIKE points to a bucket on the floor next to the bed filled to the top with clear warm water. Same bucket we saw ELMER in before.

120

MIKE

"He changes the water four times a day."

121 MIKE then motions to something in the hall.

121

MIKE

"I'll show you something else -- "

CUT TO

122 the two of them in front of the bathroom door. It's
also sporting four shiny new locks.

122

MIKE

"He's got the bathroom bolted up too.
Become a real stickler for privacy."

BARBARA

"Have you asked him about any of this?"

MIKE

"Yeah."

BARBARA

"What's he say?"

MIKE

"He says he has a lizard on his mind."

123 BARBARA stares at MIKE for a moment without expression
or comment, then turns and starts banging on the
bathroom door.

123

BARBARA

"Brian! Brian, this is Barbara! Are
you clean yet?"

CUT TO

124 BRIAN and ELMER in a bubble bath.

124

BARBARA

(outside)

"Brian, do you hear me?"

BRIAN

"Huh?"

BARBARA
(outside)

"It's Barbara. We have a date tonight, remember?"

BRIAN

"Oh, yeah. Sure. Be right out."

125 But first, he and ELMER have to deal with these damn submarines that keep -- Oh no! Now they're firing torpedoes! Dive! Dive! Glub blubb bblubb bblbb bbb bb

125

CUT BACK TO

126 BARBARA and MIKE outside the bathroom door, listening to tidal waves splashing against the walls.

126

MIKE

"Things are getting really weird around here... "

JUMP CUT TO

127 an elegant and expensive restaurant in Manhattan. A classy joint with a romantic atmosphere that's perfect for impressing a new date or patching up an old relationship -- which is why BARBARA has dragged BRIAN here. Even more surprising, she's managed to get him dressed up in his suit and tie. All she needs now is some way to understand what he's babbling about.

127

BRIAN

"I'm going through some pretty intense changes. And I need to be by myself for awhile."

BARBARA

"Why? What's happened?"

BRIAN

"I see things differently now."

BARBARA

"You mean us?"

BRIAN

"Oh, everything. It just doesn't last very long. Like, for instance, right now everything looks normal." (He waves his hand.) "See? No trails."

BARBARA

"No trails?"

BRIAN

"None. But sometimes... Sometimes I can see completely. Sometimes everything glows with a different kind of light. I can touch an object and listen to the sound of its color. I can hear voices and music in the flicker of a match. I can look into the mirror and see a thousand different faces staring back. I can turn night into day or watch the darkness shine and I don't even have to open my eyes."

BARBARA

"You're on drugs, right?"

BRIAN

(laughing)

"Nothing that simple."

BARBARA

"Then what? I'm trying to understand you, Brian, but I feel like I'm talking to a stranger. Two months ago you wanted us to live together. Now you're telling me you haven't called because of lights and colors and I just don't understand... "

BRIAN

"Okay. Okay. I'll try to explain it but I doubt you're going to believe me. Remember the night you and Mike went to the concert? Well, when I woke up I -- "

128

EEEEYYOWWWW!!! BRIAN throws a quick convulsion as a stabbing pain shoots through his back. He reaches over his shoulder and feels ELMER wiggling around under the suit, clearly indicating his displeasure at what BRIAN was about to say.

128

BRIAN

"Uh... I don't think I should explain it... "

BARBARA

"Why not?"

BRIAN

"It won't let me."

BARBARA

"Who won't let you?"

BRIAN

"I can't tell you that."

BARBARA

"It's someone else, isn't it?
You're seeing someone else... "

BRIAN

"Sort of."

129

WHOOOOPS!!! BRIAN goes spastic again, this time almost spinning around backwards in his seat. Obviously, ELMER's not only restless, he's getting pissed off at the direction this conversation is taking..

129

BARBARA

"Sort of??! What do you mean by
'sort of'?"

BRIAN

"I... I... I got an itch. I can't
talk about it now."

130 And while BRIAN sits there scratching and squirming, 130
 a WAITER appears with their order: two heaping plates
 of spaghetti and meatballs.

131 BARBARA ignores the WAITER and goes right on talking, 131
 but BRIAN is suddenly mesmerized by the pile of
 spaghetti lying in front of him. So mesmerized that
 he can't take his eyes off it.

BARBARA

"We have to talk about it. It's not
fair to keep me guessing like this.
If you're seeing someone else, if
you want to end it between us, can't
you just tell me?"

But BRIAN keeps staring at the spaghetti, so we

CUT TO

132 BRIAN's point of view and see what he's seeing: It's 132
 spaghetti and meatballs alright, but there also happens
 to be a brain on the plate. A tiny little brain,
 covered with tomato sauce and draped with strands of
 spaghetti, that begins to throb and pulsate with a
 steady, pronounced rhythm...

BRIAN

"I... I just need time... "

CUT BACK TO

133

BARBARA

133

"And what am I supposed to do in the meantime? Sit at home and wait for things to get back to normal? Or should I go out and find someone else too?"

134

But BRIAN doesn't answer. He just keeps staring at the spaghetti and getting more and more spooked. In fact, the longer BRIAN stares, the more spooked he becomes, and BRIAN is becoming very very spooked. We

134

CUT BACK TO

135

the plate of spaghetti and can easily see why. The pulsating little brain that was sitting in the middle of BRIAN's spaghetti is no longer little. It's grown. More than doubled its size. It's now a rather large brain that sits there pulsating in BRIAN's spaghetti.

135

But that's not all. The brain's got neighbors. There are currently a total of three brains in BRIAN's spaghetti. Yes, three. Two former meatballs have turned into tiny little brains, also throbbing and also getting larger. And when we

CUT BACK TO

136

BRIAN, we can understand why sweat is pouring down his face. Unfortunately, BARBARA can't.

136

BARBARA

"Brian?... Brian?... What's wrong?"

BRIAN

"I'm... I'm not hungry."

137

And to prove it, BRIAN whips the napkin off his lap and throws it over his spaghetti.

137

BARBARA

"Ten minutes ago you were starving."

BRIAN

"Yeah, but... "

But but but but but -- what? BRIAN still isn't sure so he leans over the spaghetti, lifts up the napkin and sneaks another peek --

138 YIPES!!! Now there's six of 'em! Three more meatballs have become little brains and the two that were small before are now as big as the first one which makes three full size brains and three tiny juniors all pulsating in BRIAN's spaghetti.

138

139 BRIAN throws the napkin back over the plate, leaps to his feet and holds the napkin down with both hands.

139

BARBARA

"What're you doing? -- "

140 BRIAN looks at her with an expression of pure panic. His face is white, his eyes are glazed, he's covered in sweat, his nose is running and he's trying real hard not to scream. Thus, the following understatement:

140

BRIAN

"I don't feel so good... "

BARBARA

"Calm down, Brian -- "

BRIAN

"I gotta go."

BARBARA

"Go?! You can't just -- Brian! Wait!
Hold it! -- "

141 But BRIAN runs off, charging through the restaurant and out into the night --

141

142 leaving a startled BARBARA sitting there alone with
two heaping plates of spaghetti and meatballs.

142

BARBARA

"Great... "

JUMP CUT TO

143 the doorway of a decrepit building on Manhattan's
lower east side where two WINOS are slobbering over a
bottle of T-Bird and cackling at some private joke.
They pass the bottle back and forth, guzzle the wine
and take turns describing how a friend of theirs
named Dirty Lou was run over by a bus.

143

And the more they drink, the harder they laugh, and
the harder they laugh, the more booze that dribbles
out of their mouths and down their chins. A charming
sight. And one we don't linger on. Instead, we

PAN TO

144 a tiny alley between buildings, only a few feet from
the WINOS, where we find garbage cans and BRIAN. He
yanks at his tie, loosens his collar, leans his head
way over backwards and pleads in a weak, tired voice:

144

BRIAN

"I need it now... I -- no, no, I
can't wait... I can't, I can't,
I can't... "

145 A spasm suddenly shoots through BRIAN's spine. He
gasps, twitches, and throws himself against the side
of one of the buildings, pressing his face against
the bricks.

145

BRIAN

"Hurry... hurry... "

And we

CUT TO

146 ELMER slithering up the back of BRIAN's collar. He 146
opens his mouth, nuzzles against the holes on BRIAN's
neck and sinks his prongs in BRIAN's brain.

But since we've detailed what happens in BRIAN's head
twice already, we needn't do it again. Rather, we simply

CUT TO

147 BRIAN in closeup as waves of sweat run down his face 147
and his eyes roll up and go white. His mouth hangs
open and each breath is accompanied by a deep moan that
rhythmically grows louder as he breathes faster and
faster and faster and --

UUUUUUUUUHHHH... BRIAN goes limp and sags against
the alley wall, his face a curious mixture of pain and
pleasure. We quickly

CUT BACK TO

148 the WINOS, so drunk and so helpless with laughter that 148
they fall against each other and wilt to the ground,
whooping hysterically all the way down. Then we quickly

CUT BACK TO

149 BRIAN, whose face remains happily pressed against the 149
bricks, grinning madly and comfortably numb. And as
the pupils slowly return to his eyes, we

CUT TO

150 ELMER disappearing back down BRIAN's shirt, leaving a 150
trail of blue fluid dribbling from the holes in BRIAN's
neck. And the moment ELMER is again out of sight, we

CUT BACK TO

151 BRIAN, who's perfectly content to remain leaning against 151
the alley wall for the rest of his life. Until he hears
the music. Loud, furious rock music...

BRIAN is stunned. The bricks are singing to him! The brick wall of this sleazy alley is actually playing rock music! The entire alleyway has magically come alive with -- no, wait...

BRIAN takes a step back, scrutinizes the situation and realizes that, no, the music isn't really coming from the wall but from somewhere nearby. Somewhere just outside the alley...

152 So BRIAN steps out onto the sidewalk, looks across the street -- 152

153 and sees the wildest combination of black leather, skinheads, and technicolor hairdos he's ever seen in his life. 153

For BRIAN is staring at the entrance to "Hell", an obscure and highly esoteric club catering to the more hardcore, extreme, and fanatical of New York's punk rock scene. And we suddenly

JUMP CUT TO

154 a startling point of view shot of someone weaving through the crowd inside the club. As shouldn't be surprising, the "someone" is BRIAN, but we don't know that until the next shot. 154

Right now all we see are the inhabitants of "Hell" crammed together in this very dark, very loud, very claustrophobic basement. An extraordinary collage of spikeheads and skulls, posers and zipperheads, each trying to look more dangerous than the next. Definitely not a place for the casual tourist --

155 which is why BRIAN looks so hilariously out of place. Especially with his suit and tie and that dumb expression on his face. He glides through the punks with an arrogant bliss, convinced that everyone here has been assembled solely for his amusement. He stares, gawks, and says "Wow" about a thousand times as he makes his way toward the BAND at the far end of the club. 155

156 And taking close watch of BRIAN is ROXIE, who's almost
a Cyndi Lauper lookalike except she uses far too much
makeup and way too many Ludes and right now ROXIE's in
Quaalude Heaven. More precisely, she was just debating
whether to keel over or not when she spotted BRIAN
moving past.

156

So rather than remain propped against the bar and risk
passing out, ROXIE decides to pursue BRIAN --

157 who has finally reaches the stage where the BAND is
performing. Only BRIAN doesn't watch. He goes directly
to one of the BAND's screeching amplifiers and presses
his ear to the speaker.

157

Obviously, the sound is quite deafening -- which is
why ROXIE has to shout:

ROXIE

"Hey!... Hey!... I love your suit!"

158 It takes a couple of minutes for BRIAN to realize that
the girl tapping him on the shoulder is also actually
speaking to him. But when he turns and gets a good look
at her, BRIAN is truly amazed.

158

BRIAN

"Oh my God, you're beautiful!"

ROXIE

"Huh?"

BRIAN

"Beeeeaaaaauuuuuuuuuuuuuuuutiful!"

159 And he means it too. BRIAN's especially infatuated with
her multicolored hair. It's like he's staring at a
million live wires all cackling with electricity. He
waves his hands over her head, feeling the static charges
but careful not to touch any of the strands.

159

ROXIE

"Really fucked up, aren't you?"

BRIAN starts to giggle.

ROXIE

"Wanna dance?"

160 Which is less a question than an explanation of why
she's guiding BRIAN back in front of the stage where a
small mob is gyrating to the music.

160

Needless to say, there's a generally accepted style of dancing here that is very current and very trendy and very very punk. A style of dancing ROXIE immediately gets into and one that BRIAN wholeheartedly ignores. While everyone else is bouncing to a beat, BRIAN is leaping around and flailing about with the carefree abandon of an out of control speed freak. He's like the Tasmanian Devil in those old Warner Bros. cartoons: an absolute explosion of uncoordinated energy.

(Of course, if slam dancing is still the rage when we film this, we'll have BRIAN going berserk in an even wilder way: sailing into space and crash landing on anyone in sight. Indiscriminately throwing himself on anyone or anything like a malignant Peter Pan...)

And while BRIAN tears up the dance floor, we

CUT TO

161 the BAND for some nice visuals of various BAND members
in a similar frenzy on the stage.

161

Important Note: these guys have to be utterly authentic and their music the kind no self respecting parent would ever let their kids listen to. Threatening-looking people playing threatening-sounding music.

And after each member of the BAND has had a chance to show off, we

CUT BACK TO

162 BRIAN, who indicates that he's tired of dancing by suddenly wrapping his arms around ROXIE and pulling her tightly against him. A move both find eminently more pleasurable than jumping up and down. 162

And when BRIAN begins nibbling on her neck, ROXIE quickly drags him off the dance floor and we all

CUT TO

163 an isolated, underlit corner near the women's room. BRIAN and ROXIE are pressed against a door marked 'Keep Out', exchanging tongues and rubbing their bodies together with an urgency that's almost embarrassing. 163

But while BRIAN seems oblivious to all but ROXIE, she has one hand on the doorknob behind them and one eye on the alert for a brief distraction that'll allow them to slip through the door unnoticed by the three GIRLS waiting on line to use the john.

164 A distraction that occurs when four GUYS with sinus problems come bursting out of the bathroom down the hall, hootin' and hollerin' and making very loud sniffing sounds. 164

165 ROXIE wastes no time opening the door, steering BRIAN through it, and slamming it shut behind them. And we 165

CUT TO

166 the boiler room. A place with all the charm and dignity of a medieval dungeon. There's a single overhead bulb suppling the only light in here and making everything very dark and very creepy which, under the circumstances, also makes things perversely romantic. And with the muffled sounds of the BAND filtering through the walls, BRIAN and ROXIE race in, pick a wall to lean against, and go at it hot and heavy. 166

167 BRIAN's main priority is inserting his tongue into either of her ears, while ROXIE focuses her attention on attacking his clothes. She yanks at his shirt, pulls it open, and runs her fingers over his chest. 167

168 BRIAN's head suddenly droops backwards, hitting the 168
bricks behind it, and slowly swivels from side to side
as if his neck has inexplicably come loose.

169 ROXIE takes this as an encouraging sign. Assuming 169
BRIAN's getting more turned on, she lowers her hand to
his pants, grabs his crotch and gives it a squeeze.

ROXIE

"Mmmmmmm... Feels like you've got
a real monster in there."

170 Heh, heh, heh... But BRIAN's only reply is to roll his 170
eyes upward so they go white, give out with a sickly
moan, and look like he's ready to faint.

ROXIE

"Hey, don't pass out on me now.
Here... "

171 ROXIE knows just how to perk BRIAN up. She gently props 171
him against the wall, adjusts his shoulders so he isn't
leaning to any one side, then seductively lets her
fingers trail the length of his body as she sinks to her
knees and kneels in front of him. And we

CUT TO

172 an alarmingly huge closeup of BRIAN's fly. And as ROXIE 172
takes hold of his zipper and pulls it down, the sound
of the zipper being lowered is painfully amplified three
or four times on the soundtrack: ZZZZZZZZZZZZZZZZZZZZZ...

And when BRIAN's zipper is completely open and the bulge
of his white jockey shorts are peeking out and staring
us in the face, ROXIE puts her hand through his fly and
reaches into those white jockey shorts and we

CUT TO

173 a closeup of ROXIE's face as it abruptly changes from 173
horny anticipation to unpleasant surprise. An incredulous
expression of... of...

Well, imagine yourself reaching into the clothes of the next person you want to have sex with and feeling a wet, slimy fish thrashing about. A bit unnerving, yes? Which is why ROXIE's face displays a series of complex expressions that all say the same thing: "Oh Shit."

174 But before she even has a chance to remove her hand, 174
ELMER shoots out of BRIAN's fly --

175 and straight into ROXIE's mouth. 175

Or, to be more precise, it's ELMER's head and upper half that stick out of BRIAN's fly and enter ROXIE's mouth since ELMER never entirely leaves BRIAN's pants.

176 ROXIE tries to scream but can only manage some very 176
odd syllables:

ROXIE
"Mmmflubbbbmmumumumffffbbbbblllmm... "

177 And though BRIAN still looks like he's about to pass 177
out, he grabs the back of ROXIE's head and holds her steady as ELMER burrows into her brain.

Which makes this a really wild combination of horror and porn: BRIAN standing there with his eyes white, moaning and holding the back of ROXIE's head while she kneels in front of him making all sorts of wet gagging sounds as some monstrous appendage of BRIAN's is jammed into her mouth. Except, of course, that the "appendage" is ELMER who is way too long, much too thick and absolutely the wrong color for him to be mistaken for anything else. And besides, he's the one doing all the sucking.

(And let's face it folks, you haven't seen this one in a film before.)

178 And as ELMER performs his instant lobotomy, ROXIE's eyes 178
roll around and finally go white.

179 And as BRIAN's moaning gets louder and louder, so too 179
does the noise of ELMER's sucking until they both
simultaneously reach their peak when we hear a huge
soggy explosion inside ROXIE's head that sounds like
the suction made when an octopus that's been stuffed
into a tiny drainpipe is suddenly yanked out and goes
SSSSPPPPPLUUUURT!!!

180 And ELMER yanks himself out of ROXIE's mouth along 180
with her cerebrum, cerebellum and most of her medulla.

181 BRIAN lets go of ROXIE's head and she slumps over 181
backwards, collapsing into a brainless heap on the
boiler room floor. And we

CUT TO

182 an extreme closeup of BRIAN's crotch. ELMER carefully 182
eases himself back through BRIAN's fly with ROXIE's
brain dangling from his mouth. And once ELMER and the
brain are deep within BRIAN's pants and out of our
sight, a weird gulping sound emerges from the trousers
as ELMER starts munching on the brain. We then

CUT TO

183 BRIAN's face in closeup. The pupils of his eyes roll 183
back into place and his breathing slows down and
returns to normal. He wipes the sweat from his face,
rubs his eyes, then looks down at his pants. We again

CUT TO

184 a closeup of BRIAN's crotch. He zips up his fly, flicks 184
away a stray piece of brain gristle, and we

JUMP CUT TO

185 the isolated, underlit corner near the women's room. 185
A grim faced BRIAN comes through the boiler room door,
shuts it quickly, then momentarily leans against it,
looking around to see if anyone's watching him.

186 No one is. There are another couple of GIRLS waiting to use the toilet, as well as a GUY and his GIRLFRIEND pressed against a wall much like BRIAN and ROXIE were a few minutes ago. But no one looks at BRIAN or notices him or cares if he's there or not. 186

187 So BRIAN lowers his eyes, tugs at his crotch, and heads for the exit. 187

FADE OUT.

FADE IN

188 on a very voyeuristic shot of us peeking through the window of BRIAN's bedroom an hour or so later. The telephone is ringing and ringing and MIKE eventually enters the room to answer it. MIKE's in his underwear and looking like he just woke up. He also looks like he knows who's calling and why. 188

MIKE

"Barbara? No, he still isn't in...

No, no... Not a word..."

And as they talk, the camera moves away from the window and starts to travel down the exterior of the building. We needn't go very far. Just a foot or two downward until we

DISSOLVE TO

189 the courtyard in the rear of the building, below street level and bathed in shadows. A dark, depressing atmosphere that perfectly matches BRIAN's mood. 189

Though still dressed in his suit and tie, BRIAN's behavior is now strikingly different from his boyish exuberance earlier at the club. Not only is he no longer high, he seems extremely upset and more than a bit hung over.

He enters the courtyard from a basement door and goes straight to a row of garbage cans, lifts the lid off a can, stops, turns and looks around.

190 The courtyard is very still, very quiet, and very very 190
dark. If there's anyone else down here, they'd have
to be hiding somewhere in the shadows. Not a difficult
thing to do in a setting like this but not very likely,
especially at this time of night. BRIAN is quite
obviously very much alone.

191 So he drops his pants, removes his undershorts, and 191
then pulls his pants back up. All done very quickly
and with his back discreetly to the camera.

And after his pants are back on and properly buckled,
he picks up the undershorts, holds them in the light
and stands there staring at them.

192 Why? Because his formerly white "Fruit of the Loom" 192
jockey shorts are now dotted with red.

193 And that's making BRIAN very confused. For, as we'll 193
find out later on, BRIAN has no memory of ROXIE or of
what happened to her.

And as he stands there dazed and confused, he mutters
quietly to himself:

BRIAN
"Good God... What the hell happened
tonight?"

194 MORRIS ACKERMAN's voice suddenly fills the courtyard 194
with the answer:

MORRIS
"YOU FOOL! YOU'RE FEEDING HIM HUMAN
BRAINS! YOU'RE MAKING HIM STRONG!!"

195 BRIAN jams the shorts into the can and spins around as 195
MORRIS steps out of the shadows.

196 And my, my, my, how MORRIS has changed. He sure doesn't
look like the same guy we thought was so healthy and
youthful before. He seems to have aged 20 years since
we last saw him. He looks positively withered with age.
Withered and frail and very very ill.

196

There's also an overriding desperation to MORRIS now.
A reckless urgency that permeates everything about him.
And there's something awfully unsettling about a sick
old man with a dangerous glint in his eyes. For MORRIS
has clearly reached the end of his rope and threatens
to become a stark raving lunatic at any moment...

MORRIS

"I knew someone in the building had
him but I didn't think it was you.
Where is he? Is he on you now?"

BRIAN

"Get away from me. I don't know what
you're talking about."

MORRIS

"Nor do you know what you're dealing
with. You're an amateur! It takes
years to control him! He'll drain
you! Use you till you waste away!"

BRIAN

"Yeah? Then what do you want him for?"

MORRIS

"Because he's MINE!!! Elmer belongs
to me!!!"

BRIAN

"Elmer?!?"

MORRIS

"He'll destroy you! You don't
understand his powers!"

BRIAN

"You fucking named him Elmer?!?"

197

MORRIS

"Not Elmer. Aylmer. A-Y-L-M-E-R. An Old English word meaning 'the awe inspiring famous one'. And that he is, indeed. For the Aylmer is a creature of endless histories. A living relic of civilizations long since forgotten."

197

BRIAN

"You're crazy."

MORRIS

"Am I? The Aylmer's origins can be traced back to the Fourth Crusade where he was snatched from the Emperor Alexius during the sack of Byzantium in 1203. It's believed a Venetian mercenary named Matteo Grimaldi brought the creature to Europe but had to surrender him almost immediately to a renegade cardinal, a Borgia who wanted the Aylmer all to himself. -- "

What in God's name is he babbling about? Well, before you start snickering, please take note that BRIAN isn't laughing. He stands there frozen, rivited to the spot as MORRIS moves closer and closer.

But it's not so much MORRIS' story that keeps BRIAN gripped, as it is MORRIS' obvious belief in it. MORRIS is not making any of this up. He really believes exactly what he's saying.

MORRIS

"In 1699, the Aylmer reappeared in the possession of one Don Manuel Perolta, a Spanish viceroy and freelance corsair. He lost the Aylmer to a Portugese admiral off the Barbary Coast who himself was murdered within days by a young midshipman who fled with his prize to Africa. -- "

198 And as MORRIS approaches, his face seems to break into 198
thousands of wrinkles and cracks and gullies. It's as if
each step forward ages him another couple of years...

MORRIS

"There, the Aylmer quickly fell
into the hands of a Mabootoo chief
whose tribe placed a deep religious
value in the Aylmer's many talents.
Then, during the Second World War,
a German munitions tycoon bribed a
batallion commander to obtain the
Aylmer for him. -- "

199 And BRIAN quickly finds himself face to face with MORRIS. 199
Face to face with this ranting old coot...

MORRIS

"It didn't work out that way. The
Aylmer was brought to Berlin
alright, but he passed from host to
host for over three decades until
I tracked him down. Until I paid
for him in both money and blood.
Until I made him MINE!"

BRIAN

"You're out of your mind."

200 Maybe, but MORRIS then lunges forward and grabs BRIAN's 200
arm with a fury and strength that belies his feeble
appearance.

201 It's a move that also shatters his spell, for BRIAN 201
quickly pulls away and shoves MORRIS aside, throwing
him to the ground and against the row of garbage cans.

202 And as BRIAN runs for the basement door, MORRIS clutches 202
one of the cans for support, raises himself up and
screams at the top of his lungs.

MORRIS

"HE'S MINE, DAMN YOU, MINE! MINE!!
MINE!!! MINE!!!"

JUMP CUT TO

203 a pitch black room. A door is suddenly thrown open and light from a hallway silhouettes BRIAN as he charges inside. But the door slams shut and cuts off the light before we can really see where we are and everything is again pitch black as we hear BRIAN's footsteps race across the floor.

203

A pause.

Then a lamp is turned on and we see MIKE groggily sitting up in bed and we realize we're back in BRIAN's apartment. More specifically, we're in MIKE's half of BRIAN's apartment as BRIAN has none too quietly burst through the front door and fled to his room.

Groan. MIKE certainly isn't too thrilled about waking up this way, especially after he just got off the phone with BARBARA and climbed back into bed, but since it looks like it's gonna be One Of Those Nights, MIKE climbs out of bed and heads for BRIAN's room.

MIKE

"Brian?... Brian, where have you been? Barbara's been calling. She called a couple of times already. She's all upset and crying and what happened with you two tonight?"

But BRIAN doesn't answer. And when we

CUT TO

204 BRIAN's bedroom, we see why. He's packing. Actually, "packing" is too orderly a description of the way BRIAN is ransacking his room. Starting with the closet, he randomly yanks a bunch of shirts off their hangers, rolls them in a ball and stuffs 'em into a duffel bag. Same with a pair of pants.

204

Then it's off to the dresser where underclothes and some t-shirts are haphazardly flung first onto the bed, then, a moment later, jammed into the bag. Obviously, BRIAN is splitting from here as fast as he can...

205

-- which raises a whole load of new questions and concerns for MIKE. He enters BRIAN's bedroom and does a double take at BRIAN and the duffel bag.

205

MIKE

"What're you doing? Where're you going?"

And as the ensuing conversation takes place, BRIAN continues to race around the room, grab clothes and shove them into the bag.

BRIAN

"We gotta get outta here."

MIKE

"'We'? Who's 'we'?"

BRIAN

"Me and Elmer or Ulmer or whatever the hell he's called."

MIKE

"Who're you talking about?"

BRIAN

"The old man is right. I've got to control him."

MIKE

"What old man?"

BRIAN

"I've got to be in charge."

MIKE

"Brian, I know this is tough, but could you just try making sense for a couple of minutes, please?"

MIKE

"I've got to sort things out. Got to gain control."

MIKE

"Look, if you're in trouble, if you need help, you've got friends here, Brian. Just talk to us. I'll help you. Barbara will help you. But we can't help you if you won't talk to us. We can't help you if you're going to run away."

206 Which is exactly what BRIAN does. He grabs the duffel bag and races out of the bedroom, leaving a perplexed MIKE standing there alone.

206

BRIAN

"Don't have time. I gotta get outta here fast."

MIKE

"And go where? Brian, hold it -- "

207 But the front door suddenly slams shut and BRIAN is gone. And as MIKE remains in BRIAN's room, he glances downward, stares at something on the floor, and says to no one in particular:

207

MIKE

"Forgot your bucket..."

JUMP CUT TO

208 a subway entrance that BRIAN charges into. One of those large, well lit entrances that lead to a number of trains and where the token booth is open all night. And as BRIAN disappears down the steps, we

208

DISSOLVE TO

209 the Manhattan skyline just as the sun is starting to rise. A peaceful and surprisingly picturesque moment before we

209

DISSOLVE TO

210 the exterior of a rundown, sleazy looking building. 210
BRIAN walks by and the camera follows him until he
passes a sign on the side of the building. The camera
then holds on the sign which reads:

ROOMS

\$7.00 a day and up
\$37.50 a week and up

And we

DISSOLVE TO

211 the interior of one of those rooms. One of those small 211
depressing rooms in what is commonly though unofficially
referred to as a "welfare hotel". And, to coin another
phrase, you get what you pay for.

And what BRIAN has paid for is a tiny room with an
uncomfortable bed, a Salvation Army style dresser, one
lamp with a bare bulb, and a sink in the corner. The
toilet and shower are down the hall. Altogether a
shoddy little hole for those who neither care nor can
do much about it.

No matter. BRIAN enters by tossing the duffel bag onto
the bed and going directly to the yellow stained sink
in the corner.

212 He places his arm in the sink and shakes it until a 212
lump moves down his sleeve and ELMER plops out. BRIAN
then fills the sink with water as ELMER glances around.

ELMER

"What a nice room, Brian. This is a
real classy place."

213 And once the sink is filled, BRIAN shuts off the water 213
and begins to pace the floor, moving in small nervous
circles like a trapped, frightened animal.

BRIAN

"We've got to talk. You've got to
answer some questions."

ELMER

"Like what?"

BRIAN

"Like that old man -- was anything he said true?"

214

ELMER

"The stupid old fool. Kept me weak by feeding me animal brains while they drained me like two shriveled parasites. They kept me weak but I still left them. Is that what you want, Brian? Want me to leave you too?"

214

BRIAN

"No, no. I just -- "

ELMER

"Damn right you don't. So what are we doing here?"

215

BRIAN

"I just want to sort things out. You've got me so I can't think clearly. Can't function clearly."

215

ELMER

"And I thought you were having such a good time... "

BRIAN

"I was, I am, but, but -- But I think something awful happened last night and I can't remember it. I don't remember where I went or who I met or what I did. All I remember is feeling something sticky in my pants and finding them covered in blood. And not my blood."

ELMER

"Part of my talent, Brian, is to spare you any unpleasantness."

BRIAN

"Yeah, but when it comes to blood in my underwear I want to know how it got there."

ELMER

"Well, it's no big deal. Nothing to get upset about. It came from that girl at the club."

BRIAN

"What girl?"

ELMER

"The girl whose brains I sucked out."

216

BRIAN

"WHAT?!!"

216

ELMER

"The blood came from a girl whose brains I sucked out."

BRIAN

"YOU SUCKED OUT HER BRAINS?!!"

ELMER

"Yeah. Right through her mouth."

BRIAN

"Is she dead?"

ELMER

"Of course she's dead. What're you kidding?"

BRIAN

"You're telling me we KILLED someone last night?!"

ELMER

"You really don't remember any of it?"

BRIAN

"No! No! I don't!"

ELMER

"How 'bout the night watchman?
Remember him?"

BRIAN

"The night watchman? -- "

ELMER

"Yeah. Sucked him dry in a junkyard.
First night we went out."

BRIAN

"Oh my God... "

ELMER

"Wanna hear the details?"

BRIAN

"NO!!!"

ELMER

"You're a wreck, Brian. You've got
to relax. Why don't you put me on
your neck and calm down."

217

BRIAN

"NO WAY! IT'S NOT GONNA HAPPEN AGAIN!"

217

ELMER

"What isn't?"

BRIAN

"KILLING PEOPLE!"

ELMER

"Oh." (chuckles) "I thought you
meant getting high."

BRIAN

"WE CAN'T KEEP KILLING PEOPLE EVERY
TIME YOU'RE HUNGRY!"

ELMER

"Oh yes we can. We'll do anything
I want us to do. You're mine now,
Brian. I own you."

218 Suddenly BRIAN dives for the dresser, grabs the lamp
with the bare bulb and flings it at ELMER.

218

219 ELMER ducks, but the throw was a little too high and
a little too wild and the lamp smashes about a foot
above the sink, sending pieces of plaster flying in
every direction.

219

220

ELMER

"Tacky, Brian. Tacky."

220

BRIAN

"Yeah, well, from now on I'm calling
the shots. From now on I'm the one
who's going to be in control."

ELMER

"You're not strong enough, Brian.
Your chemistry has changed."

BRIAN

"Then we'll stay here until I get
strong enough. Until I get your
goddamn fluid out of my system.
And then we'll do things my way."

ELMER

"Just like all the others, aren't
you?"

BRIAN

"Maybe I should put you in some kind
of container."

ELMER

"Oh don't worry, Brian. I won't bite you while you're asleep. No, no. I want you to beg for it now."

BRIAN

"Just like you're gonna beg for a brain."

ELMER

"Good. A little contest. I don't get a brain and you don't get my juice. We'll just see who cracks first."

BRIAN

"We'll just see... "

DISSOLVE TO

221 BRIAN kneeling in a corner of the room by the side of the bed a few hours later. He's coughing and gagging and sounding like he's going to throw up any second. A most unpleasant sight. 221

222 And one that ELMER finds particularly fascinating. He watches BRIAN from the sink with all the interest and attention of a spectator at a bullfight. 222

ELMER

"What's the matter, Brian? Feeling ill?"

223 BRIAN 223
"SHUT UP! Uuuuubblggggg -- "

And BRIAN starts to vomit. Fortunately, his back is to the camera so we're spared much of the grisly detail. We hear it but we don't have to see it.

224 Besides, we linger on ELMER, over at the sink, who won't let poor BRIAN puke in peace. 224

ELMER

"Oh, please. You're not gonna throw up in front of me are you? I don't want to watch this. Why did you have to bring me here? Why couldn't you leave me home? I'll tell you why, Brian. It's 'cause you know you're not gonna win. You know you're gonna need my juice."

225 And as ELMER continues to babble and taunt, we pan from the sink back over to the corner where BRIAN keeps on puking.

225

ELMER

"You know the pain is going to get so great that only my juice will stop it. Only my juice will help you. You know that, don't you, Brian? Deep down inside you know that... "

And we

DISSOLVE TO

226 the window of the room much later on and see that it is now night. And since the noise of the traffic and city is very subdued, very quiet, it must be rather late. Perhaps around 2 or 3 am.

226

We pan from the window over to BRIAN, who's now sitting on the bed displaying all the symptoms of a fever. He's hunched over with his knees pressed against his chest and his arms wrapped around his legs. His coloring is bright red and he's drenched in sweat. At the same time he's also freezing. He's shaking with cold and his teeth are clattering. The dear boy doesn't look well at all.

227 And as BRIAN sits on the bed with his eyes glazed and his body trembling, ELMER remains watching from the sink, feeling remarkably cheerful and chatty this evening...

227

ELMER

"Hey, Brian, why don't we go out and get us some girls? Yeah, that's a swell idea! Let's go to a massage parlor. Or, better yet, one of those swinger clubs. Hee, hee, hee... Find us some cute gals and a dark corner and SLURP! Boy, oh boy, I could eat a million of 'em tonight! Hee, hee, hee, hee... "

And we

DISSOLVE TO

228 an overhead shot of the room sometime the next day. Sunlight is streaming through the window as BRIAN lies writhing on the floor.

228

He's rocking back and forth in a fetal position, foaming at the mouth, shaking violently and having convulsions. He is, in fact, suffering through the same contortions we saw MORRIS and MARTHA have in a similar overhead shot earlier in their apartment.

And as BRIAN lies there in twisted agony, ELMER continues to watch from the sink and make sympathetic comments.

ELMER

"Ready to beg for it, Brian? Ready to crawl across the floor and plead for my juice? No? Not yet? Well, give it a few more hours, Brian. But whenever you want the pain to stop, I'll be here. Whenever you want to stop hurting, you come to me. When the pain gets so great you think you're turning inside out, just ask me for my juice. Come to me when you're ready, Brian. Come to me and get my juice... "

And on that light note, we

FADE OUT.

FADE IN

229 on a closeup of BRIAN lying face down on the hotel room floor. It's night and the room is dark, illuminated only by the street lights coming in through the window. Yet even in the darkness BRIAN looks awful. Really awful. Like ready-to-drop-dead-any-second awful. 229

His face is white with a sickly yellow tinge, his eyes are watery, bloodshot and glazed, and his entire head is wet and dripping with sweat. His breathing is forced and labored and every movement, no matter how small, makes him wince in pain.

Which is why it takes him so long to raise his head and look up at the sink. And once he does, we

CUT TO

230 the underbelly of the sink the way BRIAN sees it from the floor: a protrusion of corroded porcelain with a twisted pipe jutting out and snaking to the floor. And though we can't see ELMER from this low angle, we sure can hear him and the sounds he's making are certainly unexpected. 230

For ELMER is no longer babbling. He's no longer making snide comments or spewing out sarcasm. No, no. ELMER is now singing.

ELMER

"Why are the stars always winking
and blinking above? / What makes
a fellow start thinking of falling
in love? / It's not the season,
the reason is plain as the moon /
It's just Elmer's tune... "

CUT BACK TO

231 BRIAN, who doesn't show the slightest reaction to ELMER's serenade. The poor schmuck probably doesn't even hear it. One look into BRIAN's eyes and we know he's broken and defeated and ready to give up. All he wants to do is surrender to ELMER and beg for his juice. 231

He raises an arm and melodramatically gropes at the sink the way a beggar pleads for a coin or a morsel of food. It's a pathetic gesture, submissive and degrading, and, naturally, we're all wondering how ELMER will respond. So we

CUT TO

232 a closeup of ELMER in the sink, as he ignores BRIAN and goes right on singing. And the only thing creepier than an eel in a sink singing a song from the forties is an eel singing it with a surprisingly beautiful baritone voice. A rich, melodic voice both soothing and stirring that would make any song sound like a work of art.

232

ELMER

"What makes a lady of 80 go out
on the loose? / Why does a gander
meander in search of a goose? /
What puts the kick in a chicken?
The magic in June? / It's just
Elmer's tune... "

233 BRIAN climbs to his knees and kneels forward so that his face is only inches away from ELMER. He looks the eel straight in the eyes and begins to grovel.

233

BRIAN

"You win... "

But ELMER still won't acknowledge him and continues to sing so that the song and BRIAN's pleas are perversely intertwined:

ELMER

"Listen... "

BRIAN

"Help me... "

ELMER

"Listen... "

BRIAN

"Please... "

ELMER

"There's a lot you're liable to be
missing... "

BRIAN

"Please help me... "

ELMER

"Sing it... "

BRIAN

"I need it... "

ELMER

"Sing it... "

BRIAN

"The juice... "

ELMER

"Any old way and any old time... "

234

And BRIAN starts to cry. He cries out of fear and pain and helplessness. It's an extremely uncomfortable sight for us -- seeing someone we've shared the last hour with reduced to childlike tears -- and we really wish he'd stop.

234

But it looks like BRIAN will keep on crying until ELMER shuts him up and, unfortunately, ELMER still has a chorus to go:

ELMER

"The hurdy-gurdies, the birdies, the
cop on the beat / the candy maker,
the baker, the man on the street /
the city charmer, the farmer, the
man in the moon / all sing Elmer's
tune!"

235 And as soon as he's finished singing, ELMER glances at 235
BRIAN, does a double take and feigns surprise.

ELMER

"Why, Brian, hello! How are you?
How ya doing?"

BRIAN

(sobbing)

"Help me... please, help me... "

ELMER

"Hey... Of course I'll help, Brian.
You and I are pals. I'll be happy
to help you -- "

CUT TO

236 an extreme closeup of ELMER as he delivers the punchline: 236

ELMER

"But you'll have to feed me first."

JUMP CUT TO

237 the hallway outside BRIAN's room. A long, dark corridor 237
lined with doors that stretches the length of the
hotel. Although it's still early in the evening, the
hall seems strangely deserted. There's no activity, no
one in sight. We hear the sound of a TV echoing from
somewhere on the floor but the rest of the place is
silent and asleep.

Except for BRIAN. His door creaks open and he enters
the hall in search of a brain.

But whose? Where is he going to find a quick donor
without spending all night looking for one? Easy. He'll
just try every door to every room until he discovers
one of them unlocked. True, this may not be the smartest
of ideas but BRIAN's really too sick to care.

238 He tiptoes to the first of ten rooms on this floor, 238
presses his ear against the door and jiggles the knob.
It's locked.

- 239 So he sneaks over to the door diagonally across from 239
the first and jiggles that one too. No luck.
- 240 Then on to the next one and the next without success. 240
BRIAN's not only getting increasingly frantic but each
step is making him sicker and dizzier and he's not
sure how much longer he can remain on his feet.
- 241 By the time he grabs the fifth door, he doesn't just 241
jiggle the knob. He attacks the entire door. He pulls
on it and yanks it and tugs on it and punches it and
tries to rip it off its hinges.
- 242 Suddenly a loud noise ricochets through the hall. 242
Coming from the stairwell, it sounds like a number of
heavy footsteps are heading BRIAN's way.
- 243 He quickly abandons the door and scampers to the 243
opposite end of the hall where he ducks for cover in
the entrance to the bathroom.
- 244 And as he hides in the doorway, he peeks out and 244
watches the intruders:
- 245 Two rough looking HISPANICS emerge from the stairs and 245
scurry down the hall. Although they don't exactly run,
it's obvious they're in a hurry.
- The taller of the two exudes an air of coolness and
 nonchalance that borders on arrogance.
- The shorter guy is a nervous wreck. Darting glances in
 every direction, his movements are jerky and tense
 and his face is a mess of sweat, tics, and paranoia.
 It wouldn't be out of line to assume he's a junkie.
- 246 They stop at a door, the tall one unlocks it, and they 246
enter the room together. The door is then immediately
relocked from the inside.
- 247 Which still leaves BRIAN without a brain. But as he 247
stands there in front of the bathroom, he hears the
sound of running water coming from behind him. And as
BRIAN leans into the bathroom, we

CUT TO

248 the shower room, to the right of the bathroom entrance and adjacent to the toilets. It's a large communal shower like the kind in a high school locker room, and its only inhabitant is a husky guy with a midwestern accent named RUSS taking a shower all by himself. Perfect.

248

And we optically

FLIP THE SHOT TO

249 a moment or two later as BRIAN enters the shower room naked except for a towel wrapped around his waist.

249

Looking severely sicker than he did a few minutes ago, BRIAN stares at RUSS with a demented and unwholesome intensity. A strange combination of bloodlust and fear. After all, this is the first time BRIAN is consciously participating in a murder and despite him wanting this guy's brain, he's both scared to death and horrified about actually having to get it. All of which makes for one hell of a weird expression on BRIAN's face.

250 An expression RUSS can't help but notice as he tries to strike up a halfhearted conversation.

250

RUSS

"Hiya."

BRIAN

"Hi."

RUSS

"New here?"

BRIAN

"Yeah. I... uh... figured I'd take a shower while it's quiet."

251 But BRIAN makes no attempt at moving under a shower or removing his towel or doing anything other than standing across the room and staring at RUSS.

251

RUSS

"Well don't let me scare ya. This place is pretty safe. No one'll bother you in here."

BRIAN

"Great."

RUSS

"Only thing you gotta watch out for is disease. You never know what the hell you're stepping in. -- "

252 BRIAN suddenly tenses up as he feels something moving under his ass. We quickly

252

CUT TO

253 a closeup of the back of BRIAN's legs as ELMER wiggles out from under the towel and slithers down the left leg like an animated piece of turd.

253

RUSS

(voice over)

"You never know what kind of germs and vermin and bacteria are crawling around loose. -- "

But before ELMER gets all the way down BRIAN's leg, we

CUT TO

254 a closeup of RUSS as he gives BRIAN some good advice:

254

RUSS

"Just make sure you clean your feet off afterwards. Especially between the toes."

255 But BRIAN doesn't acknowledge him. He just stares down at a puddle of water next to him and we

255

CUT TO

256 a closeup of ELMER zooming through the puddle and zipping 256
off somewhere out of sight. Then we

CUT BACK TO

257 RUSS, staring warily at BRIAN. 257

RUSS

"Are you alright?"

258 Startled, BRIAN snaps to attention and stares back at 258
RUSS like a frightened child.

BRIAN

"Yeah."

RUSS

"You sure?"

259 BRIAN answers by mumbling "Uh huh" and nervously nodding 259
his head up and down while his eyes frantically scan the
shower room floor for ELMER.

BRIAN is starting to panic. He knows that any moment
ELMER is going to strike. Any moment there's going to be
blood and gore and yelling and screaming and this
friendly stranger is going to get his brains ripped out
and die a hideous awful death right in front of him.

And it's no longer something BRIAN wants to be any part
of but it's too late to do anything other than back up,
brace himself against the wall, grit his teeth and try
not to faint.

260 But RUSS hasn't been too thrilled with the way BRIAN's 260
been staring at him and figures he better cut the shower
short before BRIAN tries anything.

RUSS

"Well, I'm done. You'll have the whole
place to yourself."

And RUSS and his brain walk out of the shower room, leaving BRIAN in there alone.

261 Alone? What about ELMER? Where'd he go? Good question. 261
BRIAN hunches over and begins searching the floor for him, calling his name in a loud whisper.

BRIAN
"Elmer? Psssst! Elmer?... "

But we also leave BRIAN in the shower room and instead

CUT TO

262 the toilets. With the camera down low to the ground, 262
we pan past the toilet stalls and peek under the doors where we can see if they're occupied or not. We glide past the first four toilets and find them empty but the fifth and final booth has two legs dangling over the the sides of the bowl. So we stop and

CUT TO

263 the inside of the toilet and a closeup of a guy named 263
LAMONT who's sitting on the pot reading a comic.

It's a good comic and he's deeply engrossed in it except all of a sudden he hears a really weird sound like something wet and gooey creeping up on him.

264 So he leans forward, unlocks the latch and opens the 264
door of the booth just enough to peek out and see who or what is making the noise.

265 Naturally, LAMONT doesn't see anyone or anything the 265
slightest bit unusual. The bathroom is certainly quite empty.

266 Besides, you're always hearing strange sounds in a 266
dump like this. So he closes the door, relocks it, leans back on the pot and screams.

LAMONT
"OH JESUS! GOD!"

And as he looks up at the side of the booth, we

CUT TO

267 ELMER, from LAMONT's point of view, as he leaps off
the partition separating toilets and dives directly
into LAMONT's face.

267

LAMONT
"AAAAAAUUUUGGGGGggggggguhuhuh... "

We quickly

CUT TO

268 BRIAN. He's heard LAMONT's scream and charges into the
bathroom, runs to the toilet and stares down below the
door of the stall where we

268

CUT TO

269 LAMONT's feet kicking and flailing and beating on the
floor and banging against the door and going absolutely
spastic. And as we hear the sound of LAMONT's skull
splitting open, we

269

PAN UP TO

270 the top of the stall where, above the door, we see
torrents of blood spurting up, spraying the air red
and splashing all over the wall. Then we quickly

270

CUT BACK TO

271 BRIAN, who's in full panic. He doesn't know how to deal
with any of this. He doesn't know if he should run or
stay or help or stop it or what. So he sort of does
them all at once and ends up jumping around and waving
his arms and looking pretty spastic himself.

271

And the more noise LAMONT makes, the more hysterical BRIAN gets. Fortunately, LAMONT isn't really screaming. Rather, he's making lots of painfully weird choking, gagging and gurgling sounds. They're not loud enough to alert people in their rooms but certainly noisy enough to be heard by anyone passing by. For instance,

LAMONT

"uuuuugggggghhhhhhheeeeeegggg... "

To which BRIAN enthusiastically replies:

BRIAN

"Shhhhh! Quiet! Quiet!"

272 He yanks on the door of the toilet, trying to get 272
inside so he can shut LAMONT up, but the door won't
open 'cause it's still locked from the inside.

273 So he jumps up and down for a moment or two then spins 273
around and runs to the bathroom entrance where he looks
down the hall to see if there's anyone out there that
may be hearing all this. And while he's looking, we

CUT BACK TO

274 the bottom of the toilet stall as LAMONT's feet kick 274
and jerk and shake and twitch and go ever more berserk
than before. And we also

CUT TO

275 the top of the booth, above the door, as blood keeps 275
gushing up and drenching the wall and LAMONT continues
to howl.

LAMONT

"eeeeeyyyyyyyuuuggggggguhuh... "

Then real quickly we

CUT BACK TO

276 BRIAN, who races back into the bathroom and resumes his
frenzy in front of the toilet.

276

BRIAN

"Shhhhhh! Someone's gonna hear!"

But his words are almost drowned out by the ruckus
coming from the booth so we again

CUT TO

277 LAMONT's feet under the door as they take on a crazy
new burst of energy and become a wild blur of out of
control kicking and stomping and banging and --

277

Suddenly they stop. All of a sudden his feet go limp
and flop lifelessly on either side of the bowl. The
abrupt silence is startling.

But not half as startling as the piece of brain that
unexpectedly plops down on the floor right between
LAMONT's legs. SPLAT! And we

DISSOLVE TO

278 the hotel hallway ten minutes later as BRIAN, fully
dressed and clutching his duffel bag, leaves his room
and beats a hasty retreat. He first glances around to
make sure there's no one about, then runs for the
stairs as we

278

FADE OUT.

279 But instead of fading in, we stay in darkness for a
moment as we hear the sound of a key entering a lock.
A door then opens and the light from an outside hallway
illuminates BRIAN as he finally returns home to his
apartment.

279

It's pitch black inside the apartment which is fine
with BRIAN 'cause it means MIKE is either asleep or
not at home. BRIAN quickly closes the door and glides
through the darkness to his room. We

CUT TO

280 BRIAN's bedroom as he rushes in and heads straight for 280
the bed. He doesn't bother closing the door or turning
on a light. He just tosses the duffel bag into a corner
and dives on the mattress.

281 Too tired and exhausted to even undress, BRIAN simply 281
pulls a blanket over him and, flat on his back, drops
into a deep sleep. We slowly

FADE OUT.

282 And, just like we did a few seconds ago, we don't fade 282
in but rather hold on the darkness as we again hear a
key enter a lock and again watch the apartment door open
except this time it's BARBARA and MIKE that step inside.

Both seem quite nervous about something and it's more
than just their concern for BRIAN. BARBARA immediately
starts to pace. She also avoids looking directly at
MIKE. MIKE, however, doesn't take his eyes off her. He
turns on a small lamp and stands next to it carefully
watching BARBARA.

Needless to say, neither of them suspects that BRIAN is
sleeping in the next room.

BARBARA

"Thanks for putting up with me tonight.
I really needed to be with someone."

MIKE

"I'm glad you called. I only wish
there was more I could do."

BARBARA

"Well, we've checked with all his
friends. I don't know where else
to look."

MIKE

"His parents called again today. His
father sounded pretty upset. I didn't
know what to say."

BARBARA

"I just can't cope with being dumped like this. When you're close to someone you think you mean something to them. It hurts to be so easily discarded. I feel so worthless and shitty and -- "

283 MIKE suddenly grabs her by the arms and forces her to face him.

283

MIKE

"Stop it. You're a very special lady and if Brian doesn't see it anymore, well I do."

And he begins to kiss her. Not with a polite kiss or a kiss between friends but with serious, heavy, passionate kissing. Major significant lustful kissing.

BARBARA

"No, don't... "

And though she protests, she doesn't exactly run for cover. She doesn't even pull away. She merely turns her head aside and looks down at the floor.

And as MIKE continues his courtship ritual, we

CUT TO

284 BRIAN, in the bedroom, waking up. His eyes slowly flicker open and his head turns toward the bedroom door. He doesn't try to sit up or get up or do anything more than lie there in the dark and listen. And MIKE's voice can be heard quite clearly.

284

MIKE

(from the next room)

"You know how I feel about you. I only stayed away because of Brian. But if he's really gone, if he's really left you -- "

CUT BACK TO

285 BARBARA, who closes her eyes and presses her face 285
 against MIKE's chest.

BARBARA

"Don't, don't... "

286 MIKE wraps his arms around her and holds her quietly 286
 and gently strokes her hair.

MIKE

"Would you rather I take you home?"

287 There's a long pause. Then BARBARA opens her eyes, 287
 leans back and looks directly into MIKE's eyes.

BARBARA

"No. I want to stay."

CUT BACK TO

288 BRIAN in the bedroom, fully awake and listening to the 288
 sounds coming from the living room. Or rather, the
 lack of sounds. Suddenly there isn't the slightest peep
 from either BARBARA or MIKE. But then we eventually
 hear some soft, gentle footsteps and finally the creak
 of springs from MIKE's mattress.

And all the while that BRIAN lies there and listens,
his face doesn't once betray a single thought or emotion.
He doesn't register anger or hurt or sadness or any of
the feelings we might expect someone to show under the
circumstances. His face merely expresses objective
curiosity. He's simply wondering what they're doing now.

And so are we.

CUT BACK TO

289 BARBARA and MIKE undressing each other and making love. 289

But while we want this to be R rated in its explicitness, we don't want this to be another slickly choreographed sex scene. We don't want BARBARA and MIKE to look like two smooth professionals. And we don't want this to come off as a series of artificially coordinated sexual maneuvers.

On the contrary, BARBARA and MIKE should be both anxious and awkward. They're two people who've known each other for quite some time and have always been attracted to each other and always wanted to make it with each other and now that they've got the chance, they can't help being acutely aware of the reasons and circumstances that are finally allowing them to do this. So while they have an abundance of good old fashioned red hot lust for each other, it's also mixed with uneasiness, nervousness and tension.

(And what would be great is if we could engineer the shooting schedule so that this is the very first scene we film with the actor and actress playing BARBARA and MIKE. No warm up or build up; just a major sex scene first day on the set. That should really give this all a nice lethal edge.)

Anyway, without getting clinical here, the two of them remove each other's clothes while simultaneously hugging and kissing and necking and panting and finally end up with BARBARA atop of MIKE and breathing heavily and moaning. Loud moaning. Very loud moaning. Loud enough to carry into the next room where we

CUT TO

290 BRIAN, lying in the darkness, listening to the squeaking of the mattress and BARBARA's moans. And BRIAN still doesn't react. He just lies there silent and impassive as if drained of all emotion.

290

Hold it. Wait. Uh oh.

Maybe BRIAN's not as emotionally dead as we thought. Although he doesn't change expression, it appears that he's getting a... a... uh... well, folks, to be blunt, it looks like he's getting one hell of a hard-on.

And what a whopper it is! The blanket over BRIAN's crotch is not only pointing up and rising, but getting bigger by the second until --

Good grief! It's enormous! This is all becoming terribly obscene here and if we don't stop this now we'll --

291 Wait a minute. Now the bulge is wiggling. It wiggles back and forth a couple of times then hops off BRIAN's crotch and slithers across the mattress to the edge of the bed where, surprise, surprise, ELMER sticks his head out from under the blanket. 291

292 ELMER and BRIAN remain still and listen to the sounds of lovemaking from the next room until BRIAN finally reaches down, gently picks up ELMER and places him on the back of his neck. And as BRIAN feels ELMER's prongs slide into his head, we 292

CUT TO

293 a closeup of BARBARA. Her moaning gets louder and deeper and more intense and her breathing becomes increasingly rapid until she quickly approaches orgasm. But just as her orgasm is about to engulf her, we 293

CUT BACK TO

294 BRIAN, who appears to be going through the same thing. His eyes roll white and his mouth hangs open and sweat pours down his face as the sound of BARBARA's orgasm fills the room. 294

He slowly removes ELMER from his neck, settle back onto the pillow and, with an expression of both ecstasy and despair, stares up at the bedroom ceiling.

295 And the ceiling slowly disappears. It simply fades away until BRIAN is staring up at the nighttime sky. A jet black sky filled with thousands upon thousands of glowing white stars. 295

Ordinarily this is a very soothing and peaceful image as anyone who's ever stood outside in the desert night can attest to. However, the stars BRIAN sees start glowing a little too brightly. A little too intensely.

And suddenly there seems to be hundreds of beams of blinding white light burning down on BRIAN.

296 He shields his eyes but to little avail. The entire bedroom fills with a scorching light so pervasive and intense that it easily penetrates his eyes. And as BRIAN lies there with his arms up over his face, everything quickly 296

FADES TO WHITE.

297 And when our eyes get accustomed to the light, an image shimmers into view: 297

It's BARBARA and MIKE. They're still making love on MIKE's bed but they're not in MIKE's room. They're not in anyone's room. Just some vague white abstraction of a room. Obviously, this is either a dream or another of BRIAN's hallucinations.

And while BARBARA and MIKE continue to have sex, we can't help but notice that their positions here in the dream are different from what they were outside in the living room. There, BARBARA was on top, but here MIKE is. MIKE has also become a lot more aggressive; perhaps downright rough.

298 The camera moves in to a tight, sweaty closeup of MIKE then 298

PANS DOWN TO

299 a closeup of BARBARA, gasping but otherwise strangely silent. We then 299

PAN BACK UP TO

300 MIKE. Only it's not MIKE. It's BRIAN. He's unexpectedly taken MIKE's place. Unexpectedly in the exact same position as MIKE, unexpectedly behaving in the same rough manner. 300

And without slowing down or interrupting his rhythm, BRIAN leans forward and brings his face as close as possible to BARBARA's. We assume he's going to kiss her.

301 Instead, he bites into BARBARA's forehead -- 301

302 and rises up with a chunk of her brain dangling from 302
his mouth. We quickly

FADE OUT. And

FADE IN

303 on BARBARA waking up. MIKE is lying next to her and 303
it's still night so it's probably only an hour or so
since they fell asleep together.

But as BARBARA's eyes adjust to the darkness, she
suddenly becomes alarmed. She stares at something off
camera, rubs her eyes, blinks a dozen times and looks
genuinely shocked.

BARBARA

"Brian? Oh my God... Brian?"

She turns on a light and sits up, clutching the blankets
to her chest.

BARBARA

"Where were you? Where have you been?"

BARBARA and the light quickly wake MIKE. He rolls over,
looks up and groans.

MIKE

"Oh Jesus, Brian... "

And, sure enough, we

CUT TO

304 BRIAN standing in front of the bed, staring down at 304
them with a weird anguished expression that could mean
anything from acid indigestion to homicidal rage.

BRIAN
"You both have to get outta here."

305 MIKE immediately gets mad, BARBARA gets upset, and
BRIAN continues to stare them down.

305

MIKE
"Now, wait a minute -- "

BARBARA
"Brian, hold it, this isn't what
you think -- "

BRIAN
"I have to be gone when I
get back."

(And it does look like he's going somewhere. He's wearing
a light zipper-front jacket that's perfect for the chilly
night air.)

MIKE
"Goddammit, Brian! You can't just
disappear and expect nothing to
happen. You can't expect everyone
to just -- "

BRIAN
"He's hungry again. He ate a little
while ago but he's hungry again."

306 which wasn't quite the ultimatum everyone expected.
BARBARA and MIKE turn to each other and exchange a
silent "Huh?" then stare back at BRIAN. Obviously,
BRIAN's all unhinged over something other than who's
sleeping with whom.

306

BARBARA
"What?"

BRIAN
"And when he gets hungry, someone
gets killed."

MIKE

"Killed?"

BARBARA

"When who gets hungry?"

BRIAN

"Both of us. He needs the brains but I need his juice. It's as simple as that. I thought I could fight him but I can't. I can't, I can't..."

MIKE

"What're you talking about?"

BARBARA

"Brian, listen to me -- "

307

BRIAN

307

"And I can't cope with the killing. I can't cope with knowing I'm going to kill someone. So I'll just take his juice and never have to know. But then I also won't know if it's you or not. If I'm high, I won't know the difference. And I don't want it to be you. Either of you. I don't want it to be you."

308 Such eloquence does not go unappreciated. BARBARA and MIKE instantly realize that BRIAN's not only in deep trouble, but probably also out of his mind.

308

309 And BRIAN takes advantage of their momentary loss for words by turning around and racing out the front door.

309

310 And that panics BARBARA who leaps out of the bed, grabs her clothes and runs after him.

310

BARBARA

"Brian, wait! Wait!"

And we optically

WIPE TO

311 BRIAN, outside, heading down the street with a crazed, demented look on his face. Behind him, BARBARA calls.

311

BARBARA

"Brian! Brian! Wait!"

He stops as she catches up with him but then quickly pushes her away.

BRIAN

"GET AWAY FROM ME!"

BARBARA

"Brian, please -- "

BRIAN

"LEAVE ME ALONE! ONE BRAIN'S AS GOOD AS THE NEXT!"

312 And for the first time in her life, BARBARA is actually afraid of him. BRIAN's expression is so wild, so utterly unbalanced, that she figures it's best not to argue with him. She just stands there on the sidewalk and watches as he runs off and we

312

CUT TO

313 the subway entrance we saw BRIAN enter earlier. One of those large stations open 24 hours. BRIAN races down the steps --

313

314 and stops at a turnstile. He fumbles through the pockets of his jacket for a token as we

314

CUT BACK TO

315 BARBARA, who cautiously creeps down the subway steps, deliberately keeping a discreet distance from BRIAN. She might not want to confront him again but she's sure as hell going to follow. And we

315

CUT BACK TO

316 BRIAN, from BARBARA's point of view. He's found a token 316
in his jacket and steps through the turnstile and onto
the subway platform. But since there are already a couple
of people waiting for the train in the area in front of
the turnstile, BRIAN immediately turns to his right and
promptly heads away from them, walking down the length of
the platform and out of BARBARA's sight.

317 So she quickly buys a token and goes through the turn- 317
stile and follows BRIAN onto the platform.

318 He's way up ahead by now, making a beeline for the far 318
end of the platform, and certainly unaware that BARBARA's
behind him.

And even if he turned around he wouldn't see her 'cause
she's keeping herself close to the support columns in
case she has to duck behind one.

319 Which is exactly what BRIAN does. He reaches the end of 319
the platform and positions himself directly behind the
very last column, effectively blocking our view of him.

But it doesn't look like he's just standing there. He's
doing something but we're not sure what. We glimpse his
elbow going up and down a couple of times and figure
he must be touching his head or something.

320 But our attention is suddenly distracted by a train 320
that roars into the station from the opposite end of
the platform. And when we turn back to BRIAN --

321 he comes stumbling out from behind the column with his 321
head tilted all the way back as if he's staring up at
the ceiling or just snapped his neck.

And though BARBARA can't understand why his head is
positioned that way, we've seen him like that before and
just naturally assume that ELMER must've wiggled up his
shirt and bit him on the back of the neck again.

Maybe. Maybe not. There's something different about it
this time. Usually, after ELMER bites, BRIAN is sweaty
and breathing heavy and his eyes roll up and his mouth
hangs open and his body is all limp and loose. It's just
the opposite now.

Despite his head hanging backward, his body is otherwise rigid and unnaturally stiff. Rather than breathing heavy, he looks like he's trying not to breathe at all. His mouth is shut tight and his face is tense and taut. His eyes aren't rolled back but are wide and staring with a piercing, unpleasant gaze. ELMER may have bitten him alright, but something else must've happened as well.

- 322 And as the train grinds to a halt, BRIAN slowly straightens his head and staggers into the front car. 322
- 323 And BARBARA comes running in right behind him. 323
- 324 They're the only ones in the entire car. BRIAN takes a seat next to the door and BARBARA sits down next to him. She keeps watching him, waiting to see how he'll react to her being there but he shows no reaction whatsoever. He doesn't even notice her. 324

We can't tell if BRIAN's deliberately ignoring her or is so spaced out he honestly doesn't know who she is. Either way, he doesn't acknowledge her any more than you would another anonymous stranger in a subway car. He just sits there staring ahead with a particularly grim expression on his face. An expression so utterly funereal that his whole face seems masklike and dead.

- 325 Nevertheless, as the train pulls from the station, BARBARA tries to communicate. 325

BARBARA

"Brian, you don't have to say anything.
You don't even have to look at me.
But just listen. Please."

- 326 BRIAN slowly turns and faces her but without even a glimpse of recognition or emotion. His eyes just burn into her like two lasers trying to penetrate her brain. 326

BARBARA

"I know you're in trouble. I know something's happened to you. I know you need help. I just... I just want to. -- "

327 But BARBARA's emotions suddenly interfere and her voice 327
chokes up and she doesn't want to lose control and start
crying so she stops talking and turns her head away in
order to compose herself and collect her thoughts.

328 And the moment she turns away, BRIAN opens his mouth 328
and ELMER sticks out of it. Yes, out of BRIAN's mouth.
BRIAN opens wide and ELMER pops out.

So now we know what BRIAN was doing behind the column
on the platform: after ELMER bit him, he stuffed ELMER
down his throat, tail first. Perhaps not the most prac-
tical way of hiding an eel on one's body but certainly
an ingenious way of catching someone off guard. And now
that BRIAN's mouth is open, ELMER leans out and shows
his teeth and prepares to bite into BARBARA's head.

But she quickly turns back and faces BRIAN so he shuts
his mouth real fast and ELMER is again out of sight as
BRIAN resumes his wild eyed glare and BARBARA continues:

329 BARBARA 329
"Jesus, Brian. I thought you and I
were just having problems with
our relationship. I thought this
was all just some big emotional
hassle between us. I didn't think
you'd be talking about getting
killed or killing someone or -- "

And again her emotions get the best of her and she lowers
her head and looks away --

330 and BRIAN again opens his mouth and ELMER juts out -- 330

331 but before he can bite, the train abruptly lurches to a 331
halt at the next station and BARBARA looks up and BRIAN
quickly shuts his mouth and ELMER is again hidden away.

332 And when the doors open, another PASSENGER enters the 332
car and sits diagonally across from BRIAN and BARBARA.
Which means BRIAN's going to have a little trouble
putting the bite on BARBARA if somebody's watching.

So when the train starts moving again and BARBARA starts babbling, BRIAN slowly turns his head and glances over to see if he's being stared at.

333 And that's when we get a good look at the young man sitting across from them. A young man named DUANE with a large square wicker basket resting on his lap. 333

A basket so large that BRIAN can almost sense something living and breathing inside it. What's more, this guy DUANE keeps staring at BRIAN as if he knows what's in BRIAN's mouth. And the reason he knows is because he's got something just like ELMER there in the basket.

And the two of them are so spooked by each other's presence that all they do is just sit and scowl at one another as BARBARA's painful monologue goes on:

334

BARBARA

334

"I can understand you being upset with me. I realize we've got some problems to work out. But first, Brian, first you need help. I've never seen someone change as drastically and as suddenly as you have. You're like a total stranger to me now and I'll be damned if I'm going to just walk off and let you rot away. I can't sit by and watch you disintegrate, Brian. You're telling me you're going to kill someone and you don't even realize you're killing yourself."

335 And as soon as the train stops at the next station, DUANE and his basket quickly scurry off. 335

336 And two more PASSENGERS scurry on. One is FRED, an overweight meat cutter for the Hudson Beef Company at Gansevoort and Washington in Manhattan. The other is THELMA, a dispatcher for Epstein's Taxi at 57th and 11th who, incidentally, hates everyone's guts, yours included. 336

Fortunately for BRIAN, they both head for seats away from each other at the opposite end of the car. Even better, neither exhibits the slightest interest in BRIAN or BARBARA.

FRED immediately buries himself in The Daily News. And though THELMA doesn't have anything to read, she also doesn't need any more aggravation than she already has, and if that means ignoring the rest of the world then that's just what she'll do.

337 Which suits BRIAN just fine. He turns back to BARBARA and sees that her head is tilted down and she's rubbing her eyes. So he opens his mouth and ELMER slides out but then she brings her head back up and stops rubbing and BRIAN shuts his mouth real quickly and ELMER is back inside. 337

338 BARBARA 338
 "I wish I knew what to say to get through to you, Brian. I don't want anything to happen to you. I was mad before. I was angry. But that was because I was afraid you were gone. And I don't want to lose you, Brian. I don't want to lose you."

339 And then BARBARA does the unexpected. She says 339

BARBARA
 "Oh, Brian -- "

and plunges her mouth against his for a deep, wide, full throated kiss.

340 And, boy, does she get a mouthful in return. BARBARA's eyes suddenly bulge and her face breaks into panic -- 340

341 but BRIAN wraps his hands around the back of her head and holds her in place so she can't pull away -- 341

342 and blood starts to run from her mouth and dribble down both their chins. We then abruptly 342

CUT TO

343 THELMA, at the opposite end of the car. She casually glances over at them so we 343

CUT TO

344 BRIAN and BARBARA from THELMA's point of view. But all 344
THELMA really sees is BRIAN's back blocking out most
of BARBARA, especially her face and bloody mouth, and
besides, it's just two kids kissing so what's the big
deal? Just two creeps who don't know the difference
between a subway car and a goddamn motel room.

345 So THELMA turns away, thoroughly disinterested. And we 345

CUT BACK TO

346 a closeup of BRIAN and BARBARA's final kiss. Poor 346
BARBARA's eyes are so full of pain and terror, you can
almost hear them scream.

And BARBARA's eyes slowly go dead. They remain wide
and staring but gradually lose their glow, their shine,
their intensity, and roll lifelessly upward.

347 And as the train jerks to a halt at the next station, 347
BRIAN takes his lips away from hers and carefully,
gently, eases BARBARA down so that she's lying across
the seat. Her eyes are still open but her expression
doesn't register fear or pain but, rather, surprise.
Sadness and surprise. We suddenly

CUT TO

348 FRED, engrossed in his Daily News. Then we 348

CUT TO

349 THELMA, staring straight ahead at a hemorrhoid ad. 349
Neither she nor FRED look over at BARBARA. So we

CUT BACK TO

350 BRIAN, as he hurries off the train just before the doors close. He wipes his mouth with the palm of his hand and zippers the jacket all the way up to his neck, neatly hiding the trickle of blood that's stained the front of his shirt. Then he turns and faces the train and watches as it pulls out of the station.

350

And though ELMER is still in his mouth and his face remains rigid and devoid of emotion, we can't help but notice a single tear that runs down BRIAN's cheek. And we

CUT TO

351 a lonely shot of the subway train, disappearing through the tunnel, with its ten cars of faceless strangers and the brainless body of BARBARA.

351

And we slowly

DISSOLVE TO

352 the shadowy courtyard in the rear of BRIAN's apartment building where we earlier saw BRIAN dispose of his bloody undershorts. He now races to the same row of garbage cans, unzips his jacket and prepares to get rid of his bloody shirt.

352

353 But the courtyard is also where we last saw MORRIS, and though there's no reason to assume he'd still be hiding down here, BRIAN doesn't want to be fooled twice. Which is why he flings the cover of a can into the dark corner MORRIS came out of before.

353

354 The cover whirls into the darkness and we hear it smack into brick and ricochet down to the pavement. All very loud and noisy but without any sign of MORRIS.

354

355 So BRIAN turns back to the cans and yanks off his jacket. But when he touches the buttons of his shirt he also touches BARBARA's dried blood and that makes him freeze. He stares down at the bloody shirt the way he stared at his bloody undershorts and wonders whose blood it is and where it came from and --

355

356 Something behind him goes "click". Not a loud click, 356
mind you, but it's so quiet this time of night that any
noise seems amplified. Especially something that sounds
like a gun being cocked.

BRIAN quickly spins around --

357 and finds crazy ol' MORRIS standing in the basement 357
doorway, a Walther P-38 in his hand and MARTHA at his
side.

MORRIS

"We want him back. We want him back
now."

BRIAN

"You can't. He's... he's not here.
He's... "

MORRIS

"Put your hands up and get against
the wall. Blink your eyes and
you're dead."

358 But suddenly LUIS, the building's superintendent, walks 358
through a door at the far end of the basement directly
opposite MORRIS and MARTHA. He just heard somebody throw
a garbage can lid and figures one of the neighborhood
bums is loose in the courtyard. So he's naturally quite
startled when he sees MORRIS and MARTHA down here.

359 Of course, he's even more startled when MORRIS turns 359
around, points the gun at him and fires.

360 Luckily for LUIS, the shot hits the wall high above 360
his shoulder. But we get the sense that it didn't matter
one way or the other to MORRIS if the bullet missed
or went through LUIS' skull. MORRIS just wants him the
hell out of here. And LUIS quickly complies. He's gone
in a flash.

361 And MORRIS turns back to BRIAN. 361

MORRIS

"Move it."

362 And since MORRIS isn't the kind of guy you want to get into a debate with, BRIAN figures it'll be a lot safer if he just does what he's told. So he raises his arms, faces the nearest wall and leans against it. 362

363 And that's when MARTHA springs into action. She kicks BRIAN's legs further apart and begins frisking him, starting with his arms and working her way down. 363

MARTHA

"Elmer, come back to us. Please come back to us, Elmer... "

BRIAN

"Listen... I... I really need him. I'll get sick. I -- "

MARTHA

"No more animal brains, Elmer. No more cold baths. No more -- "

364 She's found him! Under BRIAN's shirt, right beneath his left armpit. 364

MARTHA quickly attacks the shirt, ripping open the seams and removing her long lost pet. She carefully and lovingly cuddles ELMER in her arms, tenderly pressing him against her bosom.

MARTHA

"Oh, Elmer, Elmer, Elmer, Elmer... "

MORRIS

"Quick! Bring him to me!"

365 Fat chance, Jack. Now that MARTHA's got him, she's not giving him up to anyone. And that includes MORRIS only he doesn't realize that until MARTHA tries to run past him and get through the basement door. 365

366 MORRIS grabs her but MARTHA puts up a surprisingly energetic struggle, keeping ELMER from MORRIS' grasp by hunching over like some oddball halfback running for a goal. 366

367 And MORRIS is finding it tough to grapple with MARTHA 367
and keep his gun on BRIAN at the same time. There's no
way he's able to grab ELMER, but he does prevent MARTHA
from getting through the basement door by roughly
throwing her against the courtyard wall.

368 Her back slams into the brick and her knees buckle and 368
MARTHA sinks to an almost comical sitting position, all
the while babbling to ELMER in that idiotic baby talk
humans use on infants and puppies.

MARTHA

"Just you and me now, Elmer. Just
you and me... "

369 But ELMER has other ideas, the first of which is 369
springing from MARTHA's hands onto the top of her head
and eating through her skull.

MARTHA

"YYYYYYYYYYYYEEEEEEEEEEEEAAAAAAA!!!"

370 MORRIS instantly leaps upon her and tries to pull ELMER 370
off but only succeeds in getting sprayed with MARTHA's
blood and brains.

371 And in the sudden bedlam, MORRIS' gun goes flying from 371
his hands and spins across the pavement to where BRIAN
is still pressed against the wall. BRIAN quickly bends
down and picks the gun up --

372 But before he can do anything with it, MORRIS lets out 372
a bloodcurdling scream, twists around and falls to his
knees with ELMER now on him, now digging into the side
of his face. MARTHA is lying dead and bloody behind him
and it looks like MORRIS will be joining her shortly.

He kicks and screams and struggles and squirms but
eventually collapses into a crumpled, unmoving heap as
ELMER remains on his face, chewing away.

373 And all of this happens so suddenly that BRIAN is 373
utterly unprepared for the carnage in front of him. Two
bloody bodies are just too many and BRIAN feels
like he's ready to keel over.

BRIAN

"Oh, Jesus, God, let's get outta here!"

374 But ELMER stays coiled on MORRIS' face with no desire
to interrupt his meal.

374

ELMER

"I'm not finished."

BRIAN

"I think I'm gonna be sick."

ELMER

(sighing)

"Okay, hold it. Put me on your
neck. Hurry up."

375 BRIAN slips the gun under the belt of his pants then
kneels down, gritting his teeth and squinting his eyes
as he lifts ELMER off MORRIS.

375

376 And BRIAN is so preoccupied with avoiding the blood
that's dripping from ELMER and trying so hard not to
look directly at MORRIS, that he doesn't notice when
MORRIS' eyes unexpectedly pop open...

376

377 But since BRIAN's immediate concern is not getting sick,
he turns from MORRIS to the courtyard wall, props a
hand against it for support, lets his head hang forward
and places ELMER on the back of his neck.

377

378 And ELMER wiggles up to BRIAN's holes, opens his mouth
and injects his prongs into BRIAN's brain.

378

BRIAN

"Not too much. Not too much."

379 But even before BRIAN finishes uttering the last
syllable, MORRIS shocks the hell out of us by suddenly
leaping up and grabbing ELMER.

379

Despite being half-dead and despite part of his face
hanging off, MORRIS has one last mission to accomplish.

True, it may be a bit spiteful of him and he may very well be considered a spoilsport, but MORRIS figures if he can't have ELMER, then no one can. And with ELMER still inserted in BRIAN's neck, MORRIS grabs ELMER with both hands and squeezes.

ELMER

"YYYYYYYYYYYIIIIIIIIIIIEEEEEEEEEEE!!!"

380 And as ELMER's eyes bug out and his high pitched squeal pierces the air, BRIAN feels a sudden violent explosion inside his head.

380

BRIAN

"AAAAAAAAAAUUUUUUUUUGGGGHHHHHHH!!!"

We quickly zoom in to a closeup of BRIAN's forehead and

CUT TO

381 intense microphotography of the interior of BRIAN's skull. Twice before we've seen what happens when ELMER's prongs enter his brain. Twice before we've seen ELMER's blue fluid spread through BRIAN's brain and cause those bizarre little sparks of electricity.

381

But this time we're seeing a goddamn deluge of blue fluid. A gushing, torrential, fuckin' tidal wave of blue fluid that engulfs, submerges and practically drowns BRIAN's brain in a churning, bubbling whirlpool.

And the flashes of light and electricity are so wild and multitudinous, that it seems each tiny brain cell is having its own personal electrical storm. And we

CUT BACK TO

382 BRIAN, who continues to scream and hold his head as he stumbles forward in blind agony.

382

383 And MORRIS is still clutching ELMER so tightly that when BRIAN stumbles forward, ELMER's prongs pop out of BRIAN's neck and ELMER remains squeezed and screaming in MORRIS' hand until every last drop of fluid has trickled from ELMER's eye sockets, mouth and prongs.

383

384 And then ELMER, this ageless, mythlike purveyor of 384
hedonistic joy, is unceremoniously dropped to the ground
looking like a used up tube of toothpaste.

385 MORRIS also drops to the ground but not before taking 385
one last look at BRIAN --

386 who continues to writhe and scream and press his hands 386
against his head as if trying to relieve the building
pressure in his brain. And when we

CUT BACK TO

387 the microphotography of the inside of his skull, we see 387
his entire brain is rapidly changing shape. Like some
weird biological earthquake, huge sections of his brain
rupture and hemorrhage and split apart to form large
gaping cavities and fissures. And from those cavities
bubble out new welts of tissue that pulsate and expand
and double in size.

And all this activity is surrounded by so many flashes
of light, so many exploding bolts of electricity, that
it hurts our eyes just to watch. So we

CUT BACK TO

388 BRIAN, just as his forehead bulges grotesquely upward. 388
As if his brain were a living balloon that's been
dangerously overinflated, a gigantic cerebral tumor
pushes through BRIAN's skull and stretches and grows and
extends almost a full six inches from the top of his
head. Six fleshy inches of tumorous growth sticking up
out of BRIAN's scalp. But wait, there's more:

A second, smaller tumor appears on the tip of the first
and juts out another two inches or so, giving BRIAN a
total of eight extra inches of head. Eight extra inches
of pulsating tumor that keeps BRIAN screaming as he
staggers through the basement door and we suddenly

JUMP CUT TO

389 MIKE, on the telephone, upstairs in their apartment. 389

MIKE's been calling BARBARA every 15 minutes since she left and, naturally, her phone just keeps ringing and ringing. And he'd probably stand there listening to it ring a dozen more times were it not for the sudden commotion behind him: someone starts banging and kicking and pounding away at the front door of the apartment.

MIKE dives for the door and throws it open, saying her name out loud, more out of hope than expectation.

MIKE

"Barbara? -- "

390 Nope. BRIAN. Complete with his eight inch protruding tumor as well as blue fluid now flowing quite freely from his eyes and mouth. And as BRIAN lunges into the apartment, MIKE's response is immediate. He screams.

390

MIKE

"OH JESUS!!!"

391 BRIAN pushes MIKE out of the way and races straight to his room --

391

392 but MIKE has an even better idea and runs out of the apartment altogether. And we

392

CUT TO

393 BRIAN's bedroom as he staggers in, slams the door shut, and removes MORRIS' gun from his belt.

393

394 And BRIAN sits at the edge of his bed and raises the gun to his forehead, but pauses..... then raises the gun even higher until the muzzle is smack against the fleshy tumor sticking out of the top of his head. And we

394

CUT TO

395 an extreme closeup of the barrel of the gun pointing directly into the camera as it fires. BLAM!!! We suddenly

395

CUT TO

396 the street in front of BRIAN's apartment building. 396
Two POLICEMEN are climbing out of their patrol car and trying to decipher the hysterics of LUIS, the super who MORRIS shot at, LUIS' wife JUANITA, and a bunch of other TENANTS who have all heard the yelling and screaming from the courtyard.

And MIKE also races up to the POLICE, but before he can open his mouth, we hear four more shots ring out, one right after the other. BLAM!!! BLAM!!! BLAM!!! BLAM!!!

Everyone turns and stares up at the fourth floor and we

CUT TO

397 BRIAN's bedroom window from the street looking up. A 397
window that glows and vibrates with a strange white light. A light that gets even brighter as three more gunshots are fired in rapid succession. BLAM!!! BLAM!!! BLAM!!! We quickly

CUT BACK TO

398 MIKE, who charges back into the building with the two 398
COPS right behind. And we

CUT TO

399 BRIAN's bedroom door, from the inside, as we await their 399
arrival. And since we're inside the room, that strange white light is obviously far more intense in here. Although BRIAN is off camera and the source of the light is still unknown, we watch the light as it flickers madly across the door like ten thousand strobe lights going berserk.

Suddenly the door bursts open and MIKE and the two COPS break in. But they don't enter. They instantly freeze and cover their eyes and try to make sense of the weird scene in front of them. And we finally

CUT TO

400

BRIAN, sitting on the edge of the bed, with the top of his head blown off. Eight bullets into the tumor have reduced it to a soggy crater of blood, flesh, and brainy tissue. And from the blasted remains of the tumor, from the bloody hole atop BRIAN's skull, from the very inside of the head itself come beam after beam of pure white light.

400

You know those spotlights they use at movie premieres to shoot light up into the sky? Well now picture a couple of thousand miniature spotlights shooting up out of BRIAN's head. Blinding beams of brilliant white light that burn and blaze and shimmer and sparkle and flicker and gleam like no other light we've ever seen before. Organic light. Light that lives and moves and breathes. Light that is alive.

And as the light pours out of BRIAN's head, he gazes directly at us with an expression of both contentment and peace. And the camera moves in closer and closer on BRIAN until the entire screen is filled with the pulsating, throbbing white light.

Then we

CUT TO

401

black and roll credits.

401